

Commonwealth of Virginia Virginia Information Technologies Agency

TECHNOLOGY BASED TRAINING MATERIALS

Optional Use Contract

<u>Date</u> :	June 21, 2005

Contract #: VA-020110-SMRT

<u>Authorized User:</u> State Agencies, Institutions and Other Public Bodies

as defined in the VPPA

Contractor: David Galvin

Skillsoft Corporation 6304 Timberwolf Trail Birmingham, AL 35242 Office: 205-699-3055 Cell: 205-532-4155 Fax: 205-699-3056

Email: david galvin@skillsoft.com

FIN: 02-0496115

Contract Discount From Price List: See attached "Pricing Schedule"

<u>Contract Price List</u> The Catalog and Price list for this solicitation shall be

SmartForce State and Local Government Price List

dated 10/1/01 - 12/31/01

<u>Term</u>: January 10, 2005 – January 09, 2006

Payment: Net 30 days

For Additional Information, Please Contact:

Virginia Information Technologies Agency Supply Chain Management

Bob Gleason

Phone: 804-371-5923

E-Mail: bob.gleason@vita.virginia.gov

Fax: 804-371-5969

NOTES: Individual Commonwealth of Virginia employees are not authorized to purchase equipment or

services for their personal use from this Contract.

For updates, please visit our Website at http://www.vita.virginia.gov/procurement/contracts.cfm

<u>VIRGINIA INFORMATION TECHNOLOGIES AGENCY (VITA)</u>: Prior review and approval by VITA for purchases in excess of \$100,000.00 is required for State Agencies and Institutions only.

CONTRACT #VA-020110-SMRT CONTRACT CHANGE LOG

Chang		Effective		
No.	Description of Change	Date		
1	To document vendor name change and update contact information	01/15/03		
2	To update VITA information	07/01/03		
3	Extends contract term	1/10/05		
4	Updates supplier's contact information	2/7/05		
5	Updates VITA's contact information	6/21/05		

COMMONWEALTH OF VIRGINIA RICHMOND, VIRGINIA

CONTRACT RENEWAL FORM

CONTRACT NUMBER VA-020110-SMRT

BETWEEN

VIRGINIA INFORMATION TECHNOLOGIES AGENCY

AND

SKILLSOFT CORPORATION

The purpose of this renewal is to document the agreement between the Commonwealth of Virginia, Virginia Information Technologies Agency (VITA) and SkillSoft Corporation to provide upon request, computer based training (CBT) courses, materials and related services, effective January 10, 2005 through January 9, 2006. The original agreement dated January 10, 2002 has two (2) one-year remaining renewal options.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

SKILLSOFT CORPORATION	COMMONWEALTH OF VIRGINIA
BY Janda Mardonald	BY: M. Jallerne Sunch
PRINT: Pamela Macdonald	NAME: M. LaVerne Branch
TITLE: Director of Finance	TITLE: Sr. Sourcing Consultant
DATE: 12/20/04	DATE: 1/10/05

MODIFICATION #2 TO CONTRACT NUMBER VA-020110-SMRT BETWEEN THE COMMONWEALTH OF VIRGINIA AND SKILLSOFT CORPORATION

This MODIFICATION #2 is an agreement between the Commonwealth of Virginia, hereinafter referred to as "State" or "Commonwealth" or "VITA" (Virginia Information Technologies Agency), and SkillSoft Corporation, hereinafter referred to as "Contractor" relating to the modification of the above Contract. This Modification #2 is hereby incorporated into and made an integral part of Contract VA-020110-SMRT (the Agreement), as modified.

The purpose of this Modification #2 is to document both parties' agreement concerning substitution of specific equipment as identified herein.

1. Reference: the Agreement, Section 2.3 "Product Substitutions and/or Additions"

Add:

Annual SkillSoft Library "A+ Certification Track"
One year (this will begin on the last date signed below and shall continue for one year thereafter)
75 Users
\$10,000 (price reflects 30% discount from Commercial Pricing)

The foregoing is the complete and final expression of the parties' agreement to modify Contract VA-020110-SMRT and cannot be modified, except by a writing signed by duly authorized representatives of both parties.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED.

PERSONS SIGNING THIS CONTRACT ARE AUTHORIZED REPRESENTATIVES OF EACH PARTY TO THIS CONTRACT AND ACKNOWLEDGE THAT EACH PARTY AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THE CONTRACT.

SKILLSOFT GORPORATION	COMMONWEALTH OF VIRGINIA
BY: Allburg	BY: Man
NAME: Thomas J. McDonald	NAME: Tinotry Maxing
TITLE: CFO	TITLE: Bevery Marcsa
DATE: J/24/04	DATE: 5/7/94

MODIFICATION #1 TO TO CONTRACT NUMBER VA-020110-SMRT BETWEEN THE COMMONWEALTH OF VIRGINIA AND SMARTFORCE

This MODIFICATION #1 is an agreement between the Commonwealth of Virginia, hereinafter referred to as "State," "Commonwealth," or "DIT" (Department of Information Technology,) and Smartforce, hereinafter referred to as "Contractor," relating to the modification of the above contract. This MODIFICATION #1 is hereby incorporated into and made an integral part of Contract VA-020110-SMRT, (the "Agreement".)

The purpose of MODIFICATION #1 is to recognize the Contractor's assignment of the Agreement from Contractor to SkillSoft Corporation, effective November 19, 2002.

Both parties agree that the following accurately represents the assignment of the Agreement from Contractor to SkillSoft Corporation, both wholly owned subsidiaries of SkillSoft Public Limited Company:

1. SmartForce assignment to SkillSoft Corporation:

- (i.) Effective November 19, 2002, all of Contractor's rights and obligations under state contract VA-020110-SMRT are hereby assigned to and assumed by SkillSoft Corporation, a Delaware corporation. SkillSoft Corporation hereby agrees to be bound by all of the Contractor's duties and obligations as identified in contract VA-020110-SMRT.
- (ii.) Effective with this Modification, SkillSoft Corporation shall be identified as the "Contractor" and will use the Federal Employment Identification Number ("FEIN") of 02-0496115. The address and contact information for SkillSoft Corporation is as follows:

SkillSoft Corporation Field Representative Attn. Kristine Taberski 20 Industrial Park Drive Nashua, NH 03062 Phone: 703-631-4196

Fax: 703-63-4198

Email: ktaberski@skillsoft.com

SkillSoft Corporation
Legal/ Contracts
Attn. Thomas J. McDonald, CFO
20 Industrial Park Drive
Nashua, NH 03062
Phone: 603-324-3000
Fax: 603-324-3009

Email: tmcdonald@skillsoft.com

Modification #1
To Contract VA-020110-SMRT
Page 1 of 2

The foregoing is the complete and final expression of the parties' agreement to modify Contract VA-020110-SMRT and cannot be modified, except by a writing signed by the duly authorized representative from each party.

ALL OTHER TERMS AND CONDITIONS REMAIN UNCHANGED. PERSONS SIGNING THIS CONTRACT ARE AUTHORIZED REPRESENTATIVES OF EACH PARTY TO THIS CONTRACT AND ACKNOWLEDGE THAT EACH PARTY AGREES TO BE BOUND BY THE TERMS AND CONDITIONS OF THE CONTRACT.

SKILLSOFT CORPORATION	COMMONWEALTH OF VIRGINIA
BY: afulfuld	BY: Maria . Mi
NAME: Thomas J. McDonald	NAME: Melissa D. Norris
TITLE: Chief Financial Officer	TITLE: Procurement Process Coordinator
DATE:	DATE:
SMARTFORCE	
BY: Wolldied	
NAME: Thomas J, McDonald	
TITLE: Chief Financial Officer	
DATE: 1/15/03	

COMMONWEALTH OF VIRGINI	I.A.	Dep	artment of	Informat	ion Tech	nology		
SOLICITATION, OFFER AND AWARD FIN: 98-0151100							0	
DATA PROCESSING / TELECOM	MICATI	IONS						
1. Contract No: 2. IFB No: 3. Date Is		APR	5.	Approval	No:			
A-020110-SMRT 2001-022 Oct 9, 20	001	Oct	30, 200	1	45		C89	
For Information Call: John Tackley			(804) 37	1-5948				
6. ISSUING OFFICE:	7	. SH	IP TO:					
Department of Information Technolgy Acquisition Services Division 110 S. 7th Street, Lobby Floor Richmmond, Va. 23219-9300 ATTN: Bid Section			Locations as indicated on Individual Orders					
	SOLICI'							
8. Sealed bid(s) for furnishing the Products and Servi to the Issuing Office identified in block 6 above. deliver to the ASD receptionist located on the Lobb received prior to 2:00 p.m. local time Oct 30, 2001 CAUTION - LATE OFFERS: See Peragraph 3 of the Soli This is an advertised solicitation which consists of	py Floor	of the	an origina address lis	ted in B	lock 6.	4	nd carried, must be	
pages 2 thru 10; (2) the solicitation instructions pages C-1 thru C-18; and (4) other provisions, representationed or incorporated herein by reference. Offers will be publicly opened at: 2:10 p.m. local timestreet, Lobby Floor. All offers are subject to the terms and conditions see Paul H. Dodson, Director acquisition Services	me Oct 30	0, 2001	, in the AS	D Conferenced se	ence Room	, 110	South 7th	
0,								
In compliance with the terms and conditions set forth is accepted within 90 calendar days from the date of reprices offered in the schedule, delivered to the address of the schedule.	ess in bl	solicita of offer lock 7,		time spe				
9. CONTRACTOR:								
Company Name: SmartForce Address: 900 Chesapeake Drive City, State: Redwood City, CA Individual Orders								
Signature: Carty D. Do xbu								
Name (Typed): Cothy D. Dewsburger Title: Regional Acct. Mc Phone: 804-378-1130	ari							
Prione: 507 3 18-1130		DD.						
	AWAF	100	10 3	an a supplier .	13.	Away	d Date:	
11. Accepted as to Item Numbers: Smant Force State and Local Govern	JMENT		Pergede	ount:		110	1	
Authorized Price List (hatel 10-1-01) 14. Name of Contracting Officer: 1	L5. CC	OMMONW	EALTH O		INIA		PAGES:	
14. Name of Contracting Officer.		S 1	-/	17/5-	-			

1 of 10

Contracts Manager

Jeff Davis

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SECTION 1: IFB PROCEDURES

1.1 Purpose

The purpose of this Invitation for Bids (IFB) is to establish a statewide contract for the purchase of computer based training (CBT) courses, materials and related services by Authorized Users¹.

For purposes of this solicitation, CBT offerings are divided into two (2) course categories,

- Information Technology (IT) Professional Development,
- Desktop Applications/End User Computing.

The Department of Information Technology (DIT) intends to make multiple contract awards in each category, up to 5 awards per category. The first award in a category shall be to the responsive and responsible bidder with the lowest evaluated cost, and thereafter bids will be ordered in ascending order, by evaluated cost, by responsive and responsible bidder. After the first bid is selected for award, additional contracts may be awarded if the courses offered by the bid under review are determined to add course offering topic areas, content or value to those bid offerings already selected for award. The Commonwealth, at its sole discretion, will make this determination. Additionally, services in support of or related to the courses offered by the bidder may also be awarded. A bidder may submit a bid offer in one or both categories.

Contract usage or purchase volume is uncertain. An award does not guarantee any purchase by a Commonwealth of Virginia Authorized User. The resulting contract(s) shall be Indefinite Delivery, Indefinite Quantity type contracts (IDIQ).

1.2 Scope

This document contains the instructions governing the bid offer being submitted and the material and format in which bid offers are to be structured. Also included are mandatory contractual terms and conditions.

1.2.1 GOVERNING DOCUMENTS

The governing documents for this solicitation shall be only the most recently dated Adobe PDF and other file(s) as issued and published on the ASD website at: http://asd.state.va.us. These files include the IFB 2001-22 solicitation document and MS Excel spreadsheet file for use in submitting the pricing and other data, as well as any and all appendices, attachments, answers to vendor questions, amendments and other pertinent documents if and as appropriate.

¹ Any state agency, institution of higher education, locality or local school division, political subdivision or other public body as defined in the Code of Virginia, §II.37.

1.3 Pre-Bid Conference

None.

1.4 Vendor Understanding of Requirements

It is the Bidder's responsibility to inquire about and clarify any requirement of this IFB that is not clearly understood by the Bidder. All verbal questions are discouraged, as verbal answers provided are non-binding to this solicitation. The Commonwealth will not be bound by any verbal responses to questions. All inquiries concerning this IFB should be submitted in writing to:

Mr. John Tackley Department of Information Technology 110 South 7th Street - Lobby Floor Richmond, Virginia 23219

All written inquiries must be received by the Issuing Office on or before the close of business, October 22, 2001. No further written inquiries will be accepted after that date. In the event the due date of this solicitation is changed, for whatever reason, further written inquiries must be received within sufficient time prior to the revised due date so that written amendment(s) can be sent and received by bidders. E-mail is preferred. Please direct e-mail, with "IFB 2001-22" in the Subject line, to the attention of John Tackley at this e-mail address:

itackley@dit.state.va.us

(Facsimiles are also acceptable. The ASD fax number is (804) 371-5969.)

1.5 Identification of Bids

The cover page of the solicitation must be returned, bearing the authorized signature of a responsible representative of the bidder, and other requested information on that page, including the offering firm's Federal Identification Number (FIN). One paper copy of the complete bid offer, including pricing must be submitted for contractual purposes. Bid offer must also be submitted on CD-ROM discs, and shall be clearly marked on the outside cover of all envelopes, boxes, CD-covers or packages, and also on the individual CD-ROM discs themselves, as follows:

From:

Name of Bidder

Street or P.O. Box Number City, State, Zip Code IFB Number 2001-22

(Bid offer, Redacted Bid Offer or Pricing Spreadsheet)

The CD-ROM discs must be individually labeled with their contents. The labeling information should be printed on the CD-ROM media.

1.6 Oral Presentation/Demonstration

An oral presentation and or demonstration by the Bidder may be required. If an oral presentation/demonstration is required to clarify or substantiate any area contained in the bidder's response, the Issuing Office will schedule a time and place for the presentation. The bid offer must

be complete in all respects, as oral presentations and demonstrations MAY NOT be scheduled. All costs incurred by a Bidder to provide oral presentations/demonstrations are the responsibility of the Bidder.

1.7 Proprietary Information

Trade secrets or proprietary information submitted by a Bidder or Contractor in connection with a procurement transaction shall not be subject to public disclosure under the Virginia Freedom of Information Act; however, the Bidder, or Contractor must invoke the protections of Code of Virginia, Section II 52D, prior to or upon submission of the data or other materials, and must identify the data or other materials to be protected and state the reasons why protection is necessary. The proprietary or trade secret material submitted must be identified by some distinct method such as highlighting or underlining and must indicate only the specific words, figures, or paragraphs that constitute trade secret or proprietary information. (Bidders must use the Tools/Track Changes /Highlight Changes feature of MS Word for all Word document files submitted.) THE CLASSIFICATION OF AN ENTIRE BID, TECHNICAL PROPOSAL DOCUMENT, LINE ITEM PRICES AND/OR TOTAL BID PRICES AS PROPRIETARY IS NOT ACCEPTABLE AND MAY RESULT IN REJECTION OF THE BID. IF THE BID IS ACCEPTED, FAILURE TO MARK THE DATA OR OTHER MATERIALS AS STATED WILL RESULT IN THE DATA OR OTHER MATERIALS BEING RELEASED TO VENDORS OR THE PUBLIC AS PROVIDED IN THE VIRGINIA FREEDOM OF INFORMATION ACT.

1.8 Bid Format

When preparing a bid offer, bidders must adhere to the following general instructions in order to bring clarity and order to their solicitation response and the subsequent evaluation process. The bid offer is to be delivered in several parts or elements, all within a single main response envelope labeled with the Bidder Firm name and the Solicitation number. All parts are to be submitted, both paper/hard copy and separate CD-ROM discs, each clearly and appropriately labeled. The required bid elements are as follows:

- 1.8.1 The first element is the cover sheet of this solicitation document. It must be signed by the Bidder's contractually binding authority, and must be submitted to the issuing Office identified on the face page of the solicitation. The firm's address, contact person and other information, including the firm's FIN must also be entered in the spaces provided on this page.
- One complete paper/ printed hard copy of each separate bid offer, including the complete solicitation document, and printed hard copies of all files submitted on CD-ROM, including the individual MS Excel spreadsheet workbooks (Instructions, Professional Development, Desktop Apps-End User Computing, Listing Spreadsheet) must be submitted in a sealed envelope labeled "IFB 2001-22 Bid Response Paper Copy." The paper/ printed hard copy documents will be used for contractual purposes when making a bid award.
- 1.8.3 All CBT courses and related services offered must be listed in a <u>Listing Spreadsheet</u>. This Listing must include the information shown in the table below. A complete CBT product and optional service(s) listing shall consist of all:
 - CBT courses/products offered.
 - Related services offered.
 - Bid prices offered (derived from the Discount and Index Price, both from the <u>Pricing</u> <u>Spreadsheet</u>)
 - Published price list, contract listing or URL of Publisher's web page(s) where pricing can be verified and information and descriptions of CBT courses offered can be viewed.

All document(s) file(s) must also be submitted in an appropriately labeled sealed envelope, in MS Word format on an appropriately labeled CD-ROM disc, in a Table formatted as follows:

Company Name	Course Title	Delivery Medium	Course ID#	Bid Price (DC x IP)	% Discount	Index Price	Index document (Published price list, contract listing or URL)
Sample Co.	MS Word '97 – Level 1	1 user, CD- ROM	PI- 111222c	\$77	23%	\$100	www.sampleco.com/msword/111222.html

- Pricing Spreadsheet, (see Section 2.2). The Pricing Spreadsheet (downloaded from the ASD website) is to be submitted on a clearly marked CD-ROM disc. The Pricing Spreadsheet must be delivered in accordance with instructions contained in Section 2.2. Be advised, you are required to download a MS Excel spreadsheet file for your required use in submitting this cost information. You must follow the instructions given for downloading and supplying required information and costs by inserting data into the spreadsheet file supplied at the ASD website (see Section 1.10). This cost information must be submitted in MS Excel format, and only one CD-ROM disc is required.
- A redacted bid offer, <u>but only if necessary</u>, for identification of proprietary information. The revised bid offer, with proprietary information redacted, is to be submitted on a separate CD-ROM disc. Please refer to the preceding paragraph # 1.7 for instructions. Data that has been removed must be so noted and there must be an explanation for each item removed as proprietary. NOTE: IT IS NOT ACCEPTABLE TO MARK AN ENTIRE DOCUMENT AS PROPRIETARY. IT IS ALSO UNACCEPTABLE TO MARK THE BID PRICING AS PROPRIETARY. Bidders are referred to the Commonwealth of Virginia Vendors' Manual, section 1.9 for clarification.
- 1.8.6 If not the Publisher or OEM of CBT products offered, the Bidder must supply a hard copy, written confirmation, signed by a responsible person from the Publisher or OEM, that states that the bidder is a regular dealer of all Publisher or OEM products and services offered.

1.9 Bld Pricing Format

Please refer to Section 2.2.1 entitled "Pricing Schedule" for detailed instructions.

1.10 ASD Website

The Commonwealth maintains an acquisition website at http://asd.state.va.us. Bidders are requested to check this site prior to submitting bids, in the event the solicitation is amended or extended. Failure to check for amendments does not relieve the Bidder from complying with all terms of any such amendment.

SECTION 2: MANDATORY REQUIREMENTS

2.1 CBT Categories and Requirements

The Commonwealth is seeking to establish multiple Statewide Master Contracts in two CBT categories. The categories are:

- 2.8.1 Information Technology (IT) Professional Development,
- 2.8.2 Desktop Applications/End User Computing.
- 2.1.1 General Requirements: The following mandatory requirements apply:
 - The minimum number of course offerings in each category to be considered for award shall be:
 - 350 IT Professional Development courses
 - 200 Desktop Apps/End User Computing courses
 - The following delivery mediums must be provided, but are not limited to:
 - DESKTOP based: (DISKETTE/CD-ROM/DVD-ROM (or other recorded, mail-able medium)
 - WEB based: (Internet/Intranet, online or downloadable)
 - LAN based: (Customer Server, online or downloadable)
 - The following course features must be provided, but are not limited to:
 - Skill Assessments
 - HELP feature
 - Book-marking
 - 30 Day No-Cost Preview
 - Administrative features:
 - Registration
 - Tracking
 - Reporting
 - Industrial Funding Adjustment (IFA), as specified in the attached Contractual Terms and Conditions herein.

2.2 Bid Pricing (Pricing Schedule)

2.2.1 PRICING SCHEDULE:

BIDDERS MUST SUBMIT BID PURCHASE PRICING WITHIN THE PROVIDED MS EXCEL FILE, WHICH BEARS THE NAME OF:

"IFB200122.XLS"

THIS FILE MUST BE DOWNLOADED FROM THE ASD WEBSITE LOCATED AT URL:

http://asd.state.va.us/bids/200122.htm

(NOTE/ Download Instructions:

From the above URL, right click on "Spreadsheet", then select "Save Target As ...", provide the file extension "xis" to the file name, and then save it to your desktop or other location. After the file download completes you may use MS Excel to open the file.)

THIS FILE MUST BE USED UNMODIFIED (EXCEPT For Bidder Information and Pricing) FOR SUBMISSION OF ALL BID PRICING ON THE CD-ROM DISC SUBMITTED IN RESPONSE TO THIS SOLICITATION. PRICING not organized in this manner may cause bid to be ruled non-responsive for failing to specifically address these requirements.

The instructions for completing the two category worksheets are re-printed here.

MARKET BASKET OF COURSE OFFERINGS and LISTING Spreadsheet:

Award will be based upon the Evaluated Cost (EC) which is the sum total of costs for the "Market Basket" of courses provided. Multiple awards up to 5 may be made. Award will consist of the entire catalog of courses available

from each selected bidder.

On the following two worksheets, (Professional Development and Desktop Apps...) enter your firm's data per the following

INSTRUCTIONS: Instructions:

NOTE:

Sample data, shown in red font color, has been inserted as a guide on each sheet.

Enter your firm's name in the "COMPANY NAME" column.

Enter your firm's course data that most closely matches the provided titles.

Enter the course Delivery Medium, License and ID number or part number, as appropriate.

Enter your firm's bid price in the "BID PRICE" column. (NOTE: All prices must include IFA.) Enter the Publisher's purchase price in the "index Price" column. (Discount is calculated from the Bid Price and the Index Price)

Enter the Publisher's Index Document or website URL in the "INDEX Price Document/URL" column (where the published price for the course can always be found).

2.2.2 EVALUATION OF COSTS:

Evaluated Cost (EC) for each CBT course/product offered will be determined by the numeric sum of bid costs for the Market Basket Sampling of courses listed in the Pricing Spreadsheet, for each category, separately. Ranking of bidders within categories will be ordered in ascending EC for the purpose of making multiple awards, up to a total of 5 awards within the two CBT categories.

2.2.3 CONTRACT PRICING:

Contract Line Item Number (CLIN) Pricing for all CBT courses/products/services offered shall be determined by the application of a Contract Discount, from a publicly available published Index Price document or URL (Internet website). Contractor(s) must, at all times during the term of this contract, make available to the Commonwealth (preferably in electronic form), the current Index Price of each contract item. The Index Price may come from such publicly available published documents as a price list (such as "Retail" catalog pricing) or from a contract, which is still in effect at the time of contract award (such as a "GSA" or other contract) or from a website URL where such documents or pricing are publicly available. Distributor or Reseller catalog pricing is not acceptable for this purpose.

Contractor(s) shall update the Index Price document on a regular basis and provide the updated Index Price document to the Contracts Manager, DIT. The schedule for providing such updates may be at the contractor's convenience dependent upon contractor's frequency of publication of pricing changes (i.e. daily, weekly, monthly, etc.), but in all cases shall, at a minimum, be provided to the Contract's Manager, DIT on a quarterly basis. The current Index Price for each CLIN will be published on the ASD website for the convenience of authorized contract users. At no time shall a lower price than the Index Price less Contract Discount be offered to government customers within

the Commonwealth of Virginia. Any promotional or otherwise "special" pricing must be available to all authorized contract users.

<u>ALL CONTRACT PRICES MUST BE NOT-TO-EXCEED PRICES.</u> At no time during this agreement will a Contractor be allowed to exceed the prices offered in the IFB response, except as provided herein. The Master Contract pricing shall therefore be Not-To-Exceed (NTE) pricing.

After contract award(s), DIT will use the NTE prices in the following manner. CBT courses/products/services Index Prices offered shall be verifiable by referring to the most current Index Price document. All subsequent CLIN price changes for product replacements, whether caused by manufacturer price changes, obsolescence, etc. will be governed by the application of the constant Contract Discount for the life of the Master Contract.

2.3 Product Substitutions and/or Additions

The Contractor may substitute or replace products that are of equal or greater value and equivalent or greater specification to existing contract items, as necessary, when the change is required due to the Publishers or OEM's course product/service changes. All changes must be reflected by the Index Price document or website URL designated for that item, prior to substitutions of CLINs. Products may also be added to the contract as the need arises, upon mutual consent of the Commonwealth and contractor, but only at the Contract Discount for like items or items within the same categories.

2.4 Index Price Document or URL Persistence and Contract Administration

It is the intent of the Commonwealth to be able to use all Index Price documents, their updates and/or website URL(s) supplied with the bid offer for the life of the contract. In the event that any of these cannot be persistently maintained, the contractor must notify the Contracts Manager, DIT of any and all changes to them a minimum of 30 days prior to any changes. For award purposes, the Index Price document or website URL provided on the printed hard copy will be used to verify and validate the Contract Discount for courses/products/services initially offered. Should any change to the Index Price document or website URL(s) provided with the bid offer be made prior to award, but after this solicitation's due date, bidder must notify DIT/ASD immediately. E-mail notification is preferred. Please direct e-mail, with "IFB 2001-22, Index Price Document/URL Change Notification" in the Subject line, to the attention of John Tackley at the following e-mail address:

itackley@dit.state.va.us

and also follow up the e-mail message notification with an original hard copy mailed to:

Mr. John Tackley
Department of Information Technology
Acquisition Services Division
110 South 7th Street – East Lobby Floor
Richmond, Virginia 23219

2.5 Bid Evaluation Period

The Commonwealth may elect to conduct testing of products offered before the award of the Contract. All Bidders should be prepared to provide offered courses/products for such testing prior to award. Should the COV elect to test a Bidder's offering, the Bidder must provide one (1)

evaluation unit for each course listed in the Market Basket sampling. The Delivery Medium specified in the Pricing Spreadsheet will determine how the product is provided for bid evaluation. If the COV determines that the Bidder's offering does not meet the specifications as stated in the IFB, the bid will be rejected. The Bidder shall be liable for all costs associated with the courses/products submitted for evaluation.

2.6 Warranty/Maintenance

Contractor shall provide a toll free technical support contact number with each delivery where authorized user may obtain assistance with the installation, configuration and use of the CBT product identified in individual purchase orders.

2.7 Delivery

Delivery shall be 30 days after receipt of order.

2.8 Use Restrictions

- 2.8.1 Title to all CBT products ordered under this contract shall remain solely that of the contractor.
- 2.8.2 Delivery medium specified on each order shall determine how CBT products are to be licensed and used by the ordering Agency/Authorized Contract User(s). Usage rights extend to contractors employed by the ordering agency.
- 2.8.3 The ordering Agency is authorized to copy installed CBT products for backup and archival purposes only.
- 2.8.4 The ordering Agency shall be responsible for any and all problems arising from hardware or software compatibility problems arising from installation of the CBT product ordered. The contractor will assist in correcting any and all such problems to the maximum feasible degree.

2.9 Industrial Funding Adjustment (IFA)

All Pricing shall include an Industrial Funding Adjustment as specified in the attached Contractual Terms and Conditions herein.

SECTION 3: SOLICITATION INSTRUCTIONS

SOLICITATION INSTRUCTIONS

REV. 12/15/00

1. EXPLANATION TO VENDORS

Any explanation desired by a vendor regarding this solicitation/invitation for bid must be requested in writing and with sufficient time allowed for a reply to reach the vendor before the submission of their bids. PRIOR TO SUBMISSION OF A BID, VENDORS ARE REQUIRED TO READ THESE INSTRUCTIONS, REVIEW THE SCHEDULE, READ ALL TERMS AND CONDITIONS AND CHECK THE ACQUISITION SERVICE DIVISION'S (ASD'S) WEB PAGE AT (HTTP://ASD.STATE.VA.US) FOR ANY AMENDMENTS OR CHANGES. THIS SOLICITATION IS SUBJECT TO THE PROVISIONS OF THE COMMONWEALTH OF VIRGINIA VENDOR'S MANUAL, WHICH WAS REVISED IN DECEMBER 1998 AND ANY REVISIONS THERETO, WHICH ARE HEREBY INCORPORATED INTO THIS CONTRACT IN THEIR ENTIRETY. A copy of the manual is available for review at the purchasing office, and can be obtained by calling the Division of Purchases and Supply (804) 786-3842, or by accessing the Department of General Services (DGS), Division of Purchases and Supply (DPS) Internet Home Page (www.dgs.state.va.us/dps). Any interpretation required by the State will be in the form of an amendment to the solicitation; SEE PARAGRAPH 11 BELOW. Oral explanations or instructions given before the award of the contract will not be binding. In any conflict arising between this solicitation and the Vendors' Manual, this solicitation shall prevail.

2. PREPARATION OF SOLICITATION

- A. Bids shall be submitted on the forms furnished, and must bear an original signature by an individual authorized to bind the company submitting the bid. If erasures or other changes appear on the form, each erasure or change must be initialed by the person signing the bid. Telegraphic or facsimile bids will not be considered. Vendors may not submit multiple bids in a single envelope.
- B. Vendors are required to enter their Federal Identification Number [FIN] in the upper right hand corner on Page 1, DIT Form 62. This number must correspond with the FIN number shown on Page 1 of the DIT Vendor Application For Registration Form submitted by a principal or officer of the firm submitting the bid. Failure to enter a number in the space provided or to provide a correct FIN number may delay award or result in DIT determining that the vendor is not registered to conduct business with DIT. It is the vendor's responsibility to provide the correct FIN number and to keep DIT updated as to any changes in vendor's status.
- C. The bid form may provide for submission of a price or prices for one or more items. All prices shall be entered in the schedule; "IFB-2001-04-PRICING-SCHEDULE-SS.XLS". Where the bid form explicitly requires that the vendor bid on all items (e.g., an all or none requirement), failure to do so will disqualify the bid. When submission of a price on all items is not required, vendor should insert the words "no bid" in the space provided for any item on which no price is submitted.
- Additional bids may be submitted, when in the vendor's judgment they can provide more than one solution, which meets the required specifications of the procurement. Additional bids shall

be submitted on either a duplicate copy of the bid document or on plain paper and shall be clearly identified with the words "ADDITIONAL BID" written or printed on the face of each additional bid. Additional bids shall not be considered unless detailed specifications or descriptions sufficient to establish quality, utility and merit accompany the bid.

VENDORS SUBMITTING ADDITIONAL BIDS ARE REMINDED THAT THE TERMS AND CONDITIONS WHICH APPLY TO THE ORIGINAL BID SHALL ALSO APPLY TO THE ADDITIONAL BID AND ANY MODIFICATION TO TERMS AND CONDITIONS OF A SOLICITATION OR THE ADDITION OF RESTRICTIVE PROVISIONS BY A BIDDER SHALL BE CAUSE FOR REJECTION OF THE BID.

E. Modification of bids already submitted will be considered if received at the office designated in the invitation for bids before the time set for opening of bids.

3. SUBMISSION OF BIDS

TO BE CONSIDERED, THE BID MUST BE RECEIVED AT THE ADDRESS GIVEN IN BLOCK #6 OF THE SOLICITATION ON OR BEFORE THE DATE AND HOUR DESIGNATED. Vendors must pay particular attention to ensure that the bid is properly addressed. The State is not responsible if the bid is not properly addressed. The State is not responsible if the bid does not reach the destination specified by the date and time identified in block #8 page 1 of the Bid. Sealed bids received after the date and hour identified in block #8 are automatically disqualified, and will not be considered. All bids must be sealed, marked and addressed, to the address shown in block #6 of the Solicitation, and marked on the outside of the vendor's envelope as in the example below. Failure to do so may result in a premature opening of, or a failure to open, the bid.

From:

Name of Vendor Street or Box Number City, State, Zip Code

Due Date

Time

IFB No.

4. SPECIFICATIONS AND USE OF BRAND NAMES

Unless otherwise provided in the solicitation, the name of a certain brand, make or manufacturer does not restrict bids to the specific brand, make or manufacturer named. Any item, which the State at its sole discretion determines to be the equal of that specified as defined in the Schedule, will be accepted. The award will be made to the lowest responsive and responsible bidder or bidder offering the functional equivalent to the brand name described in the specification. Thus, equivalent products of other manufacturers will be considered only if proof of equivalency is contained in or accompanies the bid.

5. LATE BIDS, MODIFICATIONS OF BIDS OR WITHDRAWALS OF BIDS

- A. Any bids received at the office designated in block #6 of the Solicitation after the exact time specified for receipt will not be considered for award. (See Paragraph 4.10 of the Vendor's Manual for further discussion.)
- B. A bid may be amended and/or withdrawn by a vendor if the office issuing the bid receives the request in writing before the date and hour set forth in the bid form. The request must be signed by a person authorized to represent the person or firm that submits the bid. Submission of a subsequent bid

shall normally constitute the withdrawal of any prior bid submitted by the same bidder or bidder on the same IFB.

6. PUBLIC OPENING OF BIDS

Bids will be publicly opened at the time and date specified on page 1 of the Solicitation document. The content of these solicitations will be made public in accordance with Paragraphs 1.9 and 2.4 of the Vendor's Manual. Bids will not normally be evaluated at the bid opening meeting. All bids will be opened at the location shown on page 1 of the solicitation.

7. SOLICITATION TERMS AND CONDITIONS

The terms and conditions contained in this solicitation are considered mandatory and are the only terms and conditions governing transactions under any contract awarded as a result of this solicitation.

If the vendor includes additional terms and conditions on pre-printed marketing sheets, pre-printed catalogues, or other pre-printed materials, then it is understood that those terms and conditions are of no consequence to any resulting contract.

Any other modification, addition, clarification, or change to the mandatory terms and conditions by the vendor shall cause the bid to be rejected.

8. AWARD OF CONTRACT

Bids shall be evaluated and the responsive and responsible bidder(s) offering the lowest price will be awarded a Contract. The State reserves the right to reject any and all bids in whole or in part and to waive any informality in the bids.

9. AWARD NOTICES

Upon the completion of evaluation, the State will either post a NOTICE OF AWARD (NOA) or a NOTICE OF INTENT TO AWARD (NOIA). If a NOIA is used, the notice will be publicly posted ten days prior to the actual award date of the contract. All award notices will be posted on ASD's Web Page (HTTP://ASD.STATE.VA.US) and posted in ASD's lobby in written format.

A NOTICE OF INTENT TO AWARD OR A NOTICE OF AWARD will be mailed to any bidder submitting a self-addressed, stamped envelope with their bid.

NOTICES OF INTENT TO AWARD OR NOTICES OF AWARD will be posted in accordance with paragraph 6.3 of the Vendor's Manual.

TELEPHONIC REQUESTS FOR BID RESULTS WILL NOT BE HONORED.

10. FAILURE TO DELIVER

Failure to comply with the terms and conditions of the IFB or to deliver equipment, software or services identified in the solicitation at the price quoted may result in cancellation or rescission of the

award/contract by the Commonwealth and may subject the Contractor to removal from DIT's Vendor Registration file and ruled ineligible to participate in DIT's (and other agencies and institutions information technology) procurements for a period of 12 months.

11. AMENDMENT OF SOLICITATION

Any amendment or change to this solicitation will be issued in writing and will identify the changes to be made in the bid. All amendments will be posted to the ASD's Web page at (http://asd.state.va.us) and posted in ASD's lobby in written format.

If the bid opening date is extended the new date and time will be clearly shown on the face of the amendment.

Bidders will be required to sign and return a copy of the amendment with their bid to indicate that they have received the document and are aware of the changes made.

12. ANTI-COLLUSION CERTIFICATION

By Bidder's signature on the face of this bid, Bidder certifies that this bid is made without prior understanding, agreement, or connection with any corporation, firm, or person submitting a bid for the same equipment, software, or services, and is in all respects fair and without collusion or fraud. Vendor understands collusive bidding is a violation of the Virginia Governmental Frauds Act and Federal Law and can result in fines, prison sentences, and civil damage awards. Bidder agrees to abide by all conditions of this bid and certifies that he or she is authorized to sign this bid for the bidder' firm.

13. DEMONSTRATIONS

The State reserves the right to require the Bidder to demonstrate to the satisfaction of the State, that the products offered will perform in a completely acceptable manner and to meet or exceed the specifications referenced in the solicitation. The demonstration site and time is subject to agreement between the State and Bidder. A Bidder refusing to demonstrate his products bid after determination that he is the apparent low responsive and responsible bidder may be removed from DIT's vendor registration file and ruled ineligible to participate in DIT's (and other agencies and institutions information technology) procurements for a period of 12 months.

14. PROTESTS OF AWARDS

All protests of awards shall be conducted in accordance with Chapter 9 of the Vendors Manual.

15. VENDOR REGISTRATION

AN AWARD WILL NOT BE MADE TO ANY BIDDER NOT REGISTERED WITH THE DEPARTMENT OF INFORMATION TECHNOLOGY (DIT). A completed registration form must be on file or received by DIT (Acquisition Services Division) not later than the award date. A registration form may be obtained online at http://asd.state.va.us, or by calling (804) 371-5900.

16. CONTRACT

Any contract awarded as a result of this solicitation, offer and award shall be between DIT and the Contractor. No other agency, institution or public body may negotiate in any way with the vendor concerning the items identified in the schedule or any terms and conditions of the contract. All problems associated with the resulting contract shall be brought to the attention of the Contracts Manger, DIT.

Specifications - Any comments or questions concerning the specifications, terms and conditions or any note contained in this solicitation shall be submitted, in writing to the issuing office (See Block #6 DIT Form #62) at least ten (10) days prior to the closing date.

17. TRADE SECRETS OR PROPRIETARY INFORMATION

Trade secrets or proprietary information submitted by a bidder in connection with a procurement transaction shall not be subject to public disclosure under the Virginia Freedom of Information Act; however, the bidder must invoke the protections of <u>Code of Virginia</u>, Section 11-52D, prior to or upon submission of the data or other materials, and must identify the data or other materials to be protected and state the reason why protection is necessary. The proprietary or trade secret material submitted must be identified by some distinct method such as highlighting or underlining and must indicate only the specific words, figures, or paragraphs that constitute trade secret or proprietary information. The classification of an entire bid document, line item prices and/or total bid prices as proprietary or trade secrets is not acceptable and will result in rejection of the bid.

Mandatory Terms and Conditions For IFB2001-022

1. SCOPE OF CONTRACT

The following paragraphs contain the Contractual terms and conditions by which the Commonwealth of Virginia, hereinafter referred to as "Commonwealth" or "State", will acquire computer based training (CBT) courses, materials and related Services from the Contractor identified in block #9, page 1 of the Solicitation, hereinafter referred to as "the Contractor."

"Authorized Users" of this Master Contract as identified by the Commonwealth to place Orders, shall be any state agency, institution of higher education, locality or local school division, political subdivision or other public body as defined in the Cod-

2. VEND

This solicitation revisions thereto manual is norma by calling the D General Servic (www.dgs.state.va New 1 CS TS & CS

vealth of Virginia Vendors Manual and any Contract in their entirety. A copy of the ice and in addition, a copy can be obtained 3842, or by accessing the Department of and Supply (DPS) Internet site

3. APPLICA

This solicitation and Commonwealth of N Commonwealth and state and local laws, r ones thish

d in all respects by the laws of the

.... ine Contractor shall comply with all applicable federal,

- wire regulations.

4. ANTI-DISCRIMINATION

By submitting their bids, bidders certify to the Commonwealth that they will conform to the provisions of the Federal Civil Rights Act of 1964, as amended, as well as the Virginia Fair Employment Contracting Act of 1975, as amended, where applicable, the Virginians With Disabilities Act, the Americans With Disabilities Act and §11-51 of the Virginia Public Procurement Act. If the award is made to a faith-based organization, the organization shall not discriminate against any recipient of goods, Services, or disbursements made pursuant to the Contract on the basis of the recipient's religion, religious belief, refusal to participate in a religious practice, or on the basis of race, age, color, gender or national origin and shall be subject to the same rules as other organizations that Contract with public bodies to account for the use of the funds provided; however, if the faith-based organization segregates

public funds into separate accounts, only the accounts and programs funded with public funds shall be subject to audit by the public body. (Code of Virginia, § 11-35.1E).

In every Contract over \$10,000 the provisions in a. and b. below apply:

- During the performance of this Contract, the Contractor agrees as follows:
 - 1) The Contractor will not discriminate against any employee or applicant for employment because of race, religion, color, sex, national origin, age, disability, or any other basis prohibited by state law relating to discrimination in employment, except there is a bona fide occupational qualification reasonably necessary to the normal operation of the Contractor. The Contractor agrees to post in conspicuous places, available to employees and applicants for employment, notices setting forth the provisions of this nondiscrimination clause.
 - 2) The Contractor, in all solicitations or advertisements for employees placed by or on behalf of the Contractor, will state that such Contractor is an equal opportunity employer.
 - Notices, advertisements and solicitations placed in accordance with federal law, rule or regulation shall be deemed sufficient for meeting these requirements.
- b. The Contractor will include the provisions of 1. above in every subcontract or purchase order over \$10,000, so that the provisions will be binding upon each subcontractor or vendor.

5. ETHICS IN PUBLIC CONTRACTING

By submitting their bids, bidders certify that their bids are made without collusion or fraud and that they have not offered or received any kickbacks or inducements from any other bidder, supplier, manufacturer or subcontractor in connection with their bid, and that they have not conferred on any public employee having official responsibility for this procurement transaction any payment, loan, subscription, advance, deposit of money, Services or anything of more than nominal value, present or promised, unless consideration of substantially equal or greater value was exchanged.

6. IMMIGRATION REFORM AND CONTROL ACT OF 1986

By submitting their bids, bidders certify that they do not and will not during the performance of this Contract employ illegal alien workers or otherwise violate the provisions of the federal Immigration Reform and Control Act of 1986.

7. DEBARMENT STATUS

By submitting their bids, bidders certify that they are not currently debarred by the Commonwealth of Virginia from submitting bids on Contracts for the type of goods and/or Services covered by this solicitation, nor are they an agent of any person or entity that is currently so debarred.

8. ANTITRUST

By entering into a Contract, the Contractor conveys, sells, assigns, and transfers to the Commonwealth of Virginia all rights, title and interest in and to all causes of action it may now have or hereafter acquire under the antitrust laws of the United States and the Commonwealth of Virginia, relating to the particular goods or Services purchased or acquired by the Commonwealth of Virginia under said Contract.

MANDATORY USE OF STATE FORM AND TERMS AND CONDITIONS FOR IFBs AND RFPs

Failure to submit a bid on the official state form provided for that purpose shall be a cause for rejection of the bid. Modification of or additions to any portion of the Invitation for Bids may be cause for rejection of the bid; however, the Commonwealth reserves the right to decide, on a case by case basis, in its sole discretion, whether to reject such a bid as nonresponsive. As a precondition to its acceptance, the Commonwealth an may, in its sole discretion, request that the bidder withdraw or modify nonresponsive portions of a bid which do not affect quality, quantity, price, or delivery. No modification of or addition to the provisions of the Contract shall be effective unless reduced to writing and signed by the parties.

10. CLARIFICATION OF TERMS

If any prospective bidder has questions about the specifications or other solicitation documents, the prospective bidder should contact the buyer whose name appears on the face of the solicitation no later than five working days before the due date. Any revisions to the solicitation will be made only by addendum issued by the buyer.

11. PAYMENT

- a. To Prime Contractor:
- 1) Invoices for items ordered, delivered and accepted shall be submitted by the Contractor directly to the payment address shown on the purchase order/Contract. All invoices shall show the state Contract number and/or purchase order number; social security number (for individual Contractors) or the federal employer identification number (for proprietorships, partnerships, and corporations).
- 2) Any payment terms requiring payment in less than 30 days will be regarded as requiring payment 30 days after invoice or delivery, whichever occurs last. This shall not affect offers of discounts for payment in less than 30 days, however.

- 3) All goods or Services provided under this Contract or purchase order, that are to be paid for with public funds, shall be billed by the Contractor at the Contract price, regardless of which public agency is being billed.
- 4) The following shall be deemed to be the date of payment: the date of postmark in all cases where payment is made by mail, or the date of offset when offset proceedings have been instituted as authorized under the Virginia Debt Collection Act.
- Durchases, final job costs cannot be accurately determined at the time orders are placed. In such cases, Contractors should be put on notice that final payment in full is contingent on a determination of reasonableness with respect to all invoiced charges. Charges that appear to be unreasonable will be researched and challenged, and that portion of the invoice held in abeyance until a settlement can be reached. Upon determining that invoiced charges are not reasonable, the Commonwealth shall promptly notify the Contractor, in writing, as to those charges which it considers unreasonable and the basis for the determination. A Contractor may not institute legal action unless a settlement cannot be reached within thirty (30) days of notification. The provisions of this section do not relieve an agency of its prompt payment obligations with respect to those charges that are not in dispute (Code of Virginia, § 11-69).

b. To Subcontractors:

- A Contractor awarded a Contract under this solicitation is hereby obligated:
 - (a) To pay the subcontractor(s) within seven (7) days of the Contractor's receipt of payment from the Commonwealth and or the Authorized User for the proportionate share of the payment received for work performed by the subcontractor(s) under the Contract; or
 - (b) To notify the agency and the subcontractor(s), in writing, of the Contractor's intention to withhold payment and the reason.
- The Contractor is obligated to pay the subcontractor(s) interest at the rate of one percent per month (unless otherwise provided under the terms of the Contract) on all amounts owed by the Contractor that remain unpaid seven (7) days following receipt of payment from the Commonwealth, except for amounts withheld as stated in (2) above. The date of mailing of any payment by U. S. Mail is deemed to be payment to the addressee. These provisions apply to each sub-tier Contractor performing under the primary Contract. A Contractor's obligation to pay an interest charge to a subcontractor may not be construed to be an obligation of the Commonwealth and or the Authorized User.

12. PRECEDENCE OF TERMS

Paragraphs 1-12 of these General Terms and Conditions shall apply in all instances. In the event there is a conflict between any of the other General Terms and Conditions and any Special Terms and Conditions in this solicitation, the Special Terms and Conditions shall apply.

13. QUALIFICATIONS OF BIDDERS

The Commonwealth may make such reasonable investigations as deemed proper and necessary to determine the ability of the bidder to perform the Services/furnish the goods and the bidder shall furnish to the Commonwealth all such information and data for this purpose as may be requested. The Commonwealth reserves the right to inspect bidder's physical facilities prior to award to satisfy questions regarding the bidder's capabilities. The Commonwealth further reserves the right to reject any bid/proposal if the evidence submitted by, or investigations of, such bidder fails to satisfy the Commonwealth that such bidder is properly qualified to carry out the obligations of the Contract and to provide the Services and/or furnish the goods contemplated therein.

14. TESTING AND INSPECTION

The Commonwealth and or the Authorized User reserves the right to conduct any test/inspection it may deem advisable to assure goods and Services conform to the specifications.

15. ASSIGNMENT OF CONTRACT

A Contract shall not be assignable by the Contractor in whole or in part without the written consent of the Commonwealth.

MODIFICATIONS

This Contract maybe modified in accordance with Section 11-55 of the <u>Code of Virginia</u>. Such modifications may only be made by the representatives noted below No modifications to this Contract shall be effective unless it is in writing and signed by the duly authorized representative of both parties. No term or provision hereof shall be deemed waived and no breach excused unless such waiver or consent to breach is in writing. For purposes of the Contract, the only authorized representative for the Commonwealth shall be the individual identified in block #14 of this solicitation or his duly designated alternate, and for the Contractor the person identified in block #9 of the solicitation.

Any Contract issued on a firm fixed price basis may not be increased more than twenty five percent (25%) or \$50,000.00 whichever is greater, without the approval of the Governor of the Commonwealth of Virginia or his authorized designee.

17. DEFAULT

In case of failure to deliver goods or Services in accordance with the Contract terms and conditions, the Commonwealth, after due oral or written notice, may procure them from other sources and hold the Contractor responsible for any resulting additional purchase and administrative costs. This remedy shall be in addition to any other remedies that the Commonwealth may have.

18. TAXES

Sales to the Commonwealth of Virginia are normally exempt from State sales tax. State sales and use tax certificates of exemption, Form ST-12, will be issued upon request, and can be obtained online at http://www.tax.state.va.us/. Deliveries against this Contract shall usually be free of Federal excise and transportation taxes. The Commonwealth User's excise tax exemption registration number is 54-73-0076K.

USE OF BRAND NAMES

Unless otherwise provided in this solicitation, the name of a certain brand, make or manufacturer does not restrict bidders to the specific brand, make or manufacturer named, but conveys the general style, type, character, and quality of the article desired. Any article that the public body, in its sole discretion, determines to be the equal of that specified, considering quality, workmanship, economy of operation, and suitability for the purpose intended, shall be accepted. The bidder is responsible to clearly specify and identify the product being offered and to provide sufficient descriptive literature, catalog cuts and technical detail to enable the Commonwealth to determine if the product offered meets the requirements of the solicitation. This is required even if offering the exact brand, make or manufacturer specified. Normally in competitive sealed bidding only the information furnished with the bid will be considered in the evaluation. Failure to furnish adequate data for evaluation purposes may result in declaring a bid nonresponsive. Unless the bidder clearly indicates in its bid that the product offered is an equal product, such bid will be considered to offer the brand name product referenced in the solicitation.

20. TRANSPORTATION AND PACKAGING

By submitting their bids, all bidders certify and warrant that the price offered for FOB destination includes only the actual freight rate costs at the lowest and best rate and is based upon the actual weight of the goods to be shipped. Except as otherwise specified herein, standard commercial packaging, packing and shipping containers shall be used. All shipping containers shall be legibly marked or labeled on the outside with purchase order number, commodity description, and quantity.

21. INSURANCE

By signing and submitting a bid or proposal under this solicitation, the bidder or offeror certifies that if awarded the Contract, it will have the following insurance coverages at the time the Contract is awarded. For construction Contracts, if any subcontractors are involved, the subcontractor will have workers' compensation insurance in accordance with §§ 11-46.3 and 65.2-800 et seq. of the Code of Virginia. The bidder or offeror further certifies that the Contractor and any subcontractors will maintain these

insurance coverages during the entire term of the Contract and that all insurance coverages will be provided by insurance companies authorized to sell insurance in Virginia by the Virginia State Corporation Commission.

INSURANCE COVERAGES AND LIMITS REQUIRED:

- a. Worker's Compensation Statutory requirements and benefits.
- Employers Liability \$100,000.
- c. Commercial General Liability \$500,000 combined single limit. Commercial General Liability is to include Premises/Operations Liability, Products and Completed Operations Coverage, and Independent Contractor's Liability or Owner's and Contractor's Protective Liability. The Commonwealth and or the Authorized User of Virginia must be named as an additional insured when requiring a Contractor to obtain Commercial General Liability coverage.
- d. Automobile Liability \$500,000 Combined single limit. (Only used if motor vehicle is to be used in the Contract.)

22. ANNOUNCEMENT OF AWARD

Upon the award or the announcement of the decision to award a Contract as a result of this solicitation, ASD will publicly post such notice on its website at http://asd.state.va.us/ for a minimum of 10 days.

23. DRUG-FREE WORKPLACE

During the performance of this Contract, the Contractor agrees to (i) provide a drug-free workplace for the Contractor's employees; (ii) post in conspicuous places, available to employees and applicants for employment, a statement notifying employees that the unlawful manufacture, sale, distribution, dispensation, possession, or use of a controlled substance or marijuana is prohibited in the Contractor's workplace and specifying the actions that will be taken against employees for violations of such prohibition; (iii) state in all solicitations or advertisements for employees placed by or on behalf of the Contractor that the Contractor maintains a drug-free workplace; and (iv) include the provisions of the foregoing clauses in every subcontract or purchase order of over \$10,000, so that the provisions will be binding upon each subcontractor or vendor.

For the purposes of this section, "drug-free workplace" means a site for the performance of work done in connection with a specific Contract awarded to a Contractor, the employees of whom are prohibited from engaging in the unlawful manufacture, sale, distribution, dispensation, possession or use of any controlled substance or marijuana during the performance of the Contract.

24. NONDISCRIMINATION OF CONTRACTORS

A bidder, offeror, or Contractor shall not be discriminated against in the solicitation or award of this Contract because of race, religion, color, sex, national origin, age, or disability or against faith-based organizations. If the award of this Contract is made to a faith-based organization and an individual, who applies for or receives goods, Services, or disbursements provided pursuant to this Contract objects to the religious character of the faith-based organization from which the individual receives or would receive the goods, Services, or disbursements, the public body shall offer the individual, within a reasonable period of time after the date of his objection, access to equivalent goods, Services, or disbursements from an alternative provider.

BREACH

The Contractor shall be deemed in breach of this Agreement if the Contractor (a) fails to make any Product or Service ready for acceptance testing by the specified delivery date; (b) repeatedly fails to respond to requests for maintenance or other required service within the time limits set forth in this Agreement; (c) fails to comply with any other term of this Agreement and fails to cure such noncompliance within ten days (or such greater period as is acceptable to the Commonwealth and or the Authorized User) following Contractor's receipt of a Show Cause Notice identifying such noncompliance; or (d) fails to provide a written response to the Commonwealth and or the Authorized User's Show Cause Notice within ten days after receiving same.

The Contractor shall not be in breach of this Agreement if its default was due to causes beyond the reasonable control of, and occurred without any fault or negligence on the part of, both the Contractor and its subcontractors. Such causes may include, but are not restricted to, acts of God or of the public enemy, acts of the Commonwealth and or the Authorized User in either its sovereign or Contractual capacity, fires, floods, epidemics, quarantine restrictions, strikes, freight embargoes, and unusually severe weather.

In the event of breach, in addition to any other remedies provided by law, the Commonwealth and or the Authorized User may cancel its obligations with respect to any or all unaccepted Products or Services. All costs for deinstallation and return of Products shall be borne by the Contractor. In no event shall any failure by the Commonwealth and or the Authorized User to exercise any remedy available to it be construed as a waiver of or consent to any breach.

26. CONTRACTOR COMMITMENTS, WARRANTIES AND REPRESENTATIONS

Any commitment made by the Contractor within the scope of this Contract shall be binding upon Contractor. For the purposes of this Contract, a commitment by the Contractor includes:

- a. Prices and options committed to remain in force over a specified period(s) of time;
- b. Any written warranty or representation made by the Contractor in this solicitation as to hardware or software performance, or other physical design or functional characteristics of that which is offered.

27. DELIVERY DATE

- a. The Contractor shall deliver the requested CBT, or Services ready for use, within 30 days ARO.
- b. Any amendment by the State to this Contract or any part thereof, may require the establishment of a new mutually agreed to required delivery date. The State may delay the installation date by notifying the Contractor at least ten (10) days before the required installation date.
- c. If the CBT or Services is not delivered within the time specified herein, the State reserves the right to cancel the award of this Contract and/or terminate this Contract for default without further obligation, and award the solicitation to the next responsive and responsible bidder. Contractors are cautioned that failure to deliver the proposed as stated in response to a solicitation document may result in removal from DIT's Vendor Registration File as per Section 7.20 of the Division of Purchases and Supply's Vendor's Manual dated December 1998.
- d. Neither the Contractor nor the State shall be responsible for delays resulting from acts beyond the control of each party. These include, but are not limited to, acts of God, riots, acts of war, fire, earthquakes, epidemics, or disasters.

28. PATENT/COPYRIGHT PROTECTION

Contractor, at its own expense, shall defend any suit brought against the Commonwealth and or the Authorized User for the infringement of patents, copyrights or trade secrets enforceable in the United States if the claim of infringement is alleged to relate to or arise from the Contractor's or Commonwealth and or the Authorized User's use of any equipment, software, materials or information prepared, developed or delivered in connection with performance of this Agreement. In such suit, Contractor shall indemnify the Commonwealth and or the Authorized User, its agents, officers and employees for any loss, liability or expense incurred as a result of such suit.

The purchasing agency shall notify the Contractor of such suit within a reasonable time after learning of it and shall give the Contractor the full right and opportunity to conduct the defense of the suit, subject however to the requirements of Section 2.1-122 and Section 2.1-127 of the Code of Virginia or any successor statute. If principles of governmental or public law are involved, the Commonwealth and or the Authorized User may, at its option and expense, participate in the defense of the suit.

The Contractor shall not be required to indemnify the Commonwealth and or the Authorized User for liability arising solely out of the Commonwealth and or the Authorized User's own specifications or design or solely from the combination of equipment or software furnished hereunder with any equipment or software not supplied by the Contractor.

If, any Product or Service becomes, or in the Contractor's opinion, is likely to become, the subject of a claim of infringement, Contractor may, at its option, provide noninfringing substitutes that are satisfactory to the Commonwealth and or the Authorized User, or at Contractor's option and expense, may obtain the right for the Commonwealth and or the Authorized User to continue the use of such Product or Service.

If the use of such equipment or software by the Commonwealth and or the Authorized User is prevented by permanent injunction or by Contractor's failure to procure the right for the Commonwealth and or the Authorized User to continue using the software, the Contractor agrees to take back the infringing equipment, software, materials or information and refund the total amount the Commonwealth and or the Authorized User has paid Contractor under this Agreement, less one half (1/2%) percent of the total paid for each month of use by the Commonwealth and or the Authorized User. This obligation is in addition to the obligations cited in the first four subparagraphs above of paragraph 7.

29. NON-APPROPRIATION

All funds for payment of CBT or Services ordered under this Contract are subject to the availability of legislative appropriation for this purpose. In the event of non-appropriation of funds by the Legislature for the items under this Contract, the Commonwealth will terminate this Contract for those goods or Services for which funds have not been appropriated. Written notice will be provided to the Contractor as soon as possible after legislative action is completed.

If any purchases are to be supported by federal funding, and such funding is not made available, the Commonwealth may terminate this Contract for goods or Services dependent on such federal funds without further obligation.

30. HEADINGS NOT CONTROLLING

Headings used in this Contract are for reference purposes only and shall not be considered to be a substantive part of this Contract.

31. ENTIRE AGREEMENT

This Contract, the solicitation, bid response, solicitation instructions and all CBT specifically listed in the Schedule, and the notes in the Schedule constitute the entire agreement between the parties with respect to the subject matter of this Contract. All prior agreements, representations, statements, negotiations and undertakings are hereby superseded with respect to equipment and/or software acquired by the State under the terms and conditions of this Contract.

No other written documents regardless of form or content shall be executed by any agency or institution for equipment acquired under this Contract unless signed by the Contracts Manager, DIT, or his alternate as designated by the Director, DIT.

32. PRICE PROTECTION/ADJUSTMENTS

The State will not pay any additional costs above those costs provided for in the Schedule identified herein. In no event may the amount of any Contract, without adequate consideration, be increased for any purpose.

Any price decrease effectuated during the Contract period by reason of market change shall be passed on to the Commonwealth and or the Authorized User of Virginia. This decrease will be effective on the date the price decrease is announced to the general public.

TERM

The Term of this Contract shall be from the date of award and continue unabated for three (3) years. The Commonwealth and or the Authorized User at its sole discretion, may extend the Contract for three (3) one (1) year periods after the initial three year Term. The Commonwealth and or the Authorized User will issue written documentation to the Contactor at least 30 days prior to the end of any current Term, stating its desire to extend the Contract.

34. INVENTIONS AND COPYRIGHTS

The Contractor is prohibited from copyrighting any papers, reports, forms or other materials, and from obtaining any patent on any invention or other discovery resulting solely from its performance under the terms and conditions of this Contract.

35. CONTRACTUAL RECORDS

All Contractual books, records and other documents related to matters under this Contract shall be made available by Contractor to the State and its designated agents for a period of five (5) years after final payment for purposes of audit and examination.

Contractual records are hereby further defined as this Contract and all delivery/purchase orders, invoices or correspondence directly relating to this agreement.

36. LIMITATION OF LIABILITY

To the maximum extent permitted by applicable law, the Contractor will not be liable under this Contract for any indirect, incidental, special or consequential damages, or damages from loss of profits, revenue, data or use of the supplies, equipment and/or Services delivered under this Contract. This limitation of liability will not apply, however, to liability arising from: (a) personal injury or death; (b) defect or deficiency caused by willful misconduct or negligence on the part of the Contractor; or (c) circumstances where the Contract expressly provides a right to damages, indemnification or reimbursement.

37. ACCEPTANCE, TESTING AND COMPLIANCE WITH SPECIFICATIONS

All materials, software and Services are subject to inspection and testing by the Commonwealth and or the Authorized User, as delineated herein under TESTING AND INSPECTION, and any that does not meet or exceed the specifications or other requirements of the Contract may be rejected. The State shall be given thirty (30) days from the completion of installation by the Contractor (or thirty (30) days after delivery if customer installed) to test, evaluate and accept the materials, software and Services delivered or furnished under this Contract (provided that the Authorized User, in its sole discretion, may accept the

same prior to expiration to the thirty (30) day period). If the Contractors materials, software or Services fail to meet the Contract specifications or other requirements, including the specifications of the brand name (see paragraph 4 of the Solicitation Instructions), or those required by the Contractor's own technical documentation, then the same may be rejected and returned to the vendor. Such rejection will terminate this Contract and exempt the Authorized User from all costs incurred by the Contractor.

Acceptance shall be effective for the purpose of making payment, however, acceptance by the Authorized User following testing and evaluation during the thirty (30) day period shall not be conclusive that the materials, software or Services conform in all respects to the Contract specifications and other requirements. In the event that nonconformance therewith is discovered by the Authorized User after acceptance, whether due to a latent defect or otherwise, the Contractor shall take whatever action is necessary to conform the materials, software or Services to the Contract specifications and other requirements, including but not limited to modification or replacement of the same. The Contractor's failure to do so shall constitute breach of Contract for which the State may exercise the remedies provided in the section herein entitled "Termination and Cancellation," in addition to and not in lieu of any other remedies available under Virginia law.

38. SUPPLIES

Authorized charges do not include operational supplies (e.g. paper, tape, etc.) unless such supplies are specifically identified in the Schedule. All supplies used by the State shall conform to the Contractor's published specifications provided to State at time of equipment installation. The State reserves the right to acquire such supplies from any Contractor of its choice.

WARRANTY

Contractor will provide warranty Services for all CBT software and Services for the entire Contract Term and any extensions thereof. Warranty Services consist of but not limited to, error free CBT and all Services delivered as stated in any Order, and the Contractor shall provide a toll free technical support contact number where any Authorized User may obtain assistance with the installation, configuration and use of the CBT product between the hours of 8:00 a.m. and 5:00 p.m. EST.

40. TERMINATION AND CANCELLATION

The Commonwealth shall have the unilateral right to terminate this Contract for Default, in the event that any one or more of the following events of default occur or continue during the term of this agreement, (a) the vendor shall fail to deliver the equipment or Services required by this Contract or (b) the vendor shall repeatedly fail to respond to requests for maintenance or other Services within the time limits set forth in the Contract or (c) the vendor shall breach any of the other terms set forth within this agreement or (d) the vendor shall fail to cure any breach after receiving a "Show Cause Notice" identifying the failure, and providing the vendor ten (10) days to cure the failure/nonperformance. If the vendor fails to answer the cure notice, or does not correct the deficiencies noted, the State may immediately terminate the agreement for Default.

In such event, the Commonwealth will only be liable for cost incurred to the date of termination. All costs of de-installation and return of the equipment will be the vendor's expense.

The Commonwealth's failure to exercise its right to terminate for default under this provision shall not be construed as a waiver of its right to terminate, rescind or revoke this Contract in the event of any subsequent breach of any provisions of this agreement.

41. FAILURE TO DELIVER

In the event the Contractor fails for any reason to deliver in a timely manner or according to Contract terms the items set forth in the Schedule, the Commonwealth, at its own discretion, may give Contractor oral or written notice of such breach. Once notice by State is sent or given, State may immediately procure the items from another source. Once State has effected a purchase from an alternate source (in accordance with the Virginia Public Procurement Act) the parties agree that the State may charge-back Contractor, in which case Contractor agrees to reimburse State for any difference in cost between the original Contract price and the State's cost to cover from the alternate source. In no event shall State be held to pay Contractor any costs incurred by Contractor, including but not limited to ordering, manufacturing, or delivering the item(s) which are subject of the State's notice of breach. This remedy is in addition to and not in lieu of any other remedy the Commonwealth and or the Authorized User may have under this agreement and the laws of the Commonwealth.

42. CONTRACTUAL DISPUTES

In accordance with Section 11-69 of the <u>Code of Virginia</u>, Contractual claims, whether for money or other relief, shall be submitted in writing to the purchasing agency no later than sixty (60) days after final payment; however, written notice of the Contractor's intention to file such claim must be given to such agency at the time of the occurrence or beginning of the work upon which the claim is based. Pendency of claims shall not delay payment of amounts agreed due in the final payment. The purchasing agency shall render a final decision in writing within thirty (30) days after its receipt of the Contractor's written claim.

The Contractor may not invoke any available administrative procedure under Section 11-71 of the <u>Code</u> of <u>Virginia</u> nor institute legal action prior to receipt of the purchasing agency's decision on the claim, unless that agency fails to render its decision within thirty (30) days. The decision of the purchasing agency shall be final and conclusive unless the Contractor, within six (6) months of the date of the final decision on the claim, invokes appropriate action under Section 11-70, <u>Code of Virginia</u> or the administrative procedure authorized by Section 11-71, <u>Code of Virginia</u>.

The Department of Information Technology, its officers, agents and employees, including, without limitation, the Contracts Manager, are executing this Agreement and any Orders issued hereunder, solely in its or their statutory and regulatory capacities as agent for the Commonwealth agency purchasing and receiving the goods or Services identified in Attachment "A" to this Agreement or on the subsequent Order in question and need not be joined as a party to any dispute that may arise thereunder.

In the event of any breach by the Commonwealth, Contractor's remedies shall be limited to claims for damages and Prompt Payment Act interest and, if available and warranted, equitable relief, all such claims to be processed pursuant to this Section. In no event shall Contractor's remedies include the right to terminate any license or support Services hereunder.

43. CREDITS

Any credits due the State under the terms of this Contract may be applied against Contractor's invoices with appropriate information attached.

44. CONTRACTUAL RECORDS

The Contractor shall make all Contractual books and records and other documents relating to matters under this Agreement available to the Commonwealth and or the Authorized User and its designated agents for purposes of audit and examination for a period of five years after final payment.

Contractual records include, but are not limited to, this Agreement and all executed Orders, Attachments, modifications, invoices, and correspondence between the parties to this Agreement.

45. COMPLIANCE WITH FEDERAL LOBBYING ACT

- a. Contractor shall not, in connection with this Agreement, engage in any activity prohibited by 31 U.S.C.A. Section 1352 (entitled "Limitation on use of appropriated funds to influence certain Federal Contracting and financial transactions") or by the regulations issued from time to time thereunder (together, the "Lobbying Act"), and shall promptly perform all obligations mandated by the Lobbying Act in connection with this Agreement, including, without limitation, obtaining and delivering to the Commonwealth all necessary certifications and disclosures.
- b. Contractor is hereby advised that a significant percentage of the funds used to pay Contractor's invoices under this Agreement may be federal funds. Under no circumstances shall any provision of this Agreement be construed as requiring or requesting the Contractor to influence or attempt to influence any person identified in 31 U.S.C.A. Section 1352 (a) (1) in any matter.
- c. A representative of Contractor shall sign the certification attached as Attachment "A" and deliver such certification to the Commonwealth simultaneously with the execution and delivery of this Agreement. Contractor shall have the certification signed by a representative with knowledge of the facts and shall fulfill the promises of undertakings set forth in the certification.

46. CONTRACTOR'S REPORT OF SALES

The Contractor must report the quarterly dollar value, in U.S. dollars and rounded to the nearest whole dollar, of all sales under this Contract by calendar quarter; i.e., January through March, April though June, July through September, and October through December. The dollar value of a sale is the price paid by the user for products and Services on a Contract order as recorded by the Contractor. The reported Contract sales value must include the Industrial Funding Adjustment, as delineated in paragraph

entitled "Industrial Funding Adjustment". The Contractor shall provide this report in hard copy to the Controller, DIT, and a copy of the report to the Contracts Manager, DIT, both within 30 days after the end of each quarterly reporting period as defined herein. The report must show each individual item and quantities purchased and the purchaser. The report is required to be hard copy. DIT may at a later time, agree to an electronic version of the report, however, in lieu of any express agreement by both parties as to the electronic format, the Commonwealth will only accept a hardcopy version. The Contractor shall define "sale" prior to the first reporting period and then shall maintain that definition through out the term of this Agreement. Sale may be defined as; 1) when the Commonwealth pays the purchase price, or 2) when the Commonwealth and or the Authorized User accepts the Products or 3) other as defined by the Contractor.

47. INDUSTRIAL FUNDING ADJUSTMENT

The Contractor must pay DIT, an Industrial Funding Adjustment (IFA). The Contractor must remit the IFA within 30 days after the end of each quarterly reporting period as established in the clause entitled "Contractor's Report of Sales". The IFA equals two percent (2%) of the total quarterly sales reported. Contractor shall remit the IFA together with a copy of the Contractor's Report of Sales as delineated in paragraph 52, above. The IFA reimburses the Commonwealth and defrays the costs for IT procurement and the administration of the subsequent awards. The IFA amount due must be paid by check with identification of "Contract number", "report amounts", and "report period", on either the check stub or other remittance material. DIT may at its discretion, agree to an electronic funds transfer, in lieu of a check, however in the absence of an express written agreement from DIT that validates agreement, then the payment shall be made by check as described herein made payable to the Controller, DIT.

If the full amount of the IFA is not paid within 30 calendar days after the end of the applicable reporting period, it shall constitute a Contract debt to the Commonwealth of Virginia, and the State may exercise all rights and remedies available under law. Failure to submit sales reports, falsification of sales reports, and or failure to pay the IFA in a timely manner may result in termination or cancellation of this Contract. Willful failure or refusal to furnish the required reports, falsification of sales reports, or failure to make timely payment of the IFA constitutes sufficient cause for terminating this Contract for default.

It is the intent of the Commonwealth to capture 2% of all sales, including temporary reduced pricing, fire sales, one time sales, trade ins, promotional items that have been marked down and all sales to the Commonwealth under this Agreement.

48. NONVISUAL ACCESS TO TECHNOLOGY:

All information technology which, pursuant to this Agreement, is purchased or upgraded by or for the use of any State agency or institution or political subdivision of the Commonwealth (the "Technology") shall comply with the following nonvisual access standards from the date of purchase or upgrade until the expiration of this Agreement:

(i) Effective, interactive control and use of the Technology shall be readily achievable by nonvisual means;

- (ii) The Technology equipped for nonvisual access shall be compatible with information technology used by other individuals with whom any blind or visually impaired user of the Technology interacts:
- (iii) Nonvisual access technology shall be integrated into any networks used to share communications among employees, program participants or the public; and
- (iv) The technology for nonvisual access shall have the capability of providing equivalent access by nonvisual means to telecommunications or other interconnected network Services used by persons who are not blind or visually impaired.

Compliance with the foregoing nonvisual access standards shall not be required if the head of the using agency, institution or political subdivision determines that (i) the Technology is not available with nonvisual access because the essential elements of the Technology are visual and (ii) nonvisual equivalence is not available.

Installation of hardware, software, or peripheral devices used for nonvisual access is not required when the Technology is being used exclusively by individuals who are not blind or visually impaired, but applications programs and underlying operating systems (including the format of the data) used for the manipulation and presentation of information shall permit the installation and effective use of nonvisual access software and peripheral devices.

If requested, the Contractor must provide a detailed explanation of how compliance with the foregoing nonvisual access standards is achieved and a validation of concept demonstration.

The requirements of this Paragraph shall be construed to achieve full compliance with the Information Technology Access Act, 2.1-807 through 2.1-811 of the Code of Virginia.

PRIME CONTRACTOR RESPONSIBILITY 49.

If the Contractor's Services offering include any goods or Services to be supplied by another party, the Contractor agrees as follows:

The Contractor shall act as prime contractor for the procurement and maintenance of the entire proposal and shall be the sole point of contract with regard to all obligations under this Agreement.

The Contractor hereby represents and warrants that the Contractor has made such other and party aware of the proposed use and disposition of the other party's products or Services, b. and that such other party has agreed in within that it has no objection thereto.

50. ORDERING

Authorized Users may order Products and Services form this Contract by one of the following methods:

- a. Purchase Order: An official Purchase Order form issued by an Authorized User
- b. Delivery Order (DO): A DO issued by the Acquisition services Division, DIT.
- c. Charge / Credit Card: Any order / payment transaction processed through the Commonwealth's contract with American Express (AMEX). Each Order must not exceed \$5,000.00 or the then current charge card limit. Payment will be made by AMEX to Contractor within three (3) business days. Or Any other order / payment charge or credit card process, such as AMEX, MasterCard, or Visa, which is under contact for use by an Authorized User.

This ordering authority is limited to issuing orders for the Products and Services available under this Agreement. Under no circumstances shall any Authorized User or other entity have the authority to modify this Agreement.

51. TERMINATION FOR CONVENIENCE

This Contract may be terminated, in whole or in part, upon sixty (60) days advance written notice by the Commonwealth and or the Authorized User of Virginia. There are no additional costs or financial obligations to the Commonwealth and or the Authorized User upon termination for convenience.

52. TERMINATION FOR CONVENIENCE OF INDIVIDUAL ORDER

Any individual Order placed under this Agreement may be terminated, in whole or in part, by an Authorized User for its convenience, at any time up to sixty (60) days advance written notice to the Contractor. There are no other costs or obligations for termination for convenience.

53. SERVICES PRICING

Contractor will provide the Services as delineated in the Schedule herein at the prices identified in Contractor's response to solicitation IFB 3 2002-022 for a period not to exceed two (2) years. Services price increases for additional periods shall be effective on the anniversary date for each succeeding year after the initial two years. All increases will be governed by the CPI-W index entitled "Other Services". The percentage increase shall not exceed the above index's most recent percentage available to the Commonwealth as published by the Bureau of Labor Statistic's, Philadelphia Office. If prices remain the same or decrease for succeeding years, the State shall be afforded the opportunity to renew the Services at the lowest price available to any other customer.

54. eVA BUSINESS-TO-GOVERNMENT CONTRACTS:

The eVA Internet electronic procurement solution, web site portal www.eva.state.va.us, streamlines and automates government purchasing activities in the Commonwealth. The portal is the gateway for vendors to conduct business with state agencies and public bodies.

As a vendor desiring to provide goods and/or services to the Commonwealth the contractor shall participate in the eVA Internet e-procurement solution and agree to the comply with the following:

- a. Submit a fully executed American Management Systems, Inc., (AMS) Trading Partner Agreement, a copy of which can be accessed and downloaded from www.eva.state.va.us. AMS is the Commonwealth's service provider to implement and host the eVA e-procurement solution.
- b. Provide an electronic catalog (price list) for items awarded under a term contract. The format of this electronic catalog shall conform to the eVA Catalog Interchange Format (CIF) Specification that can be accessed and downloaded from www.eva.state.va.us.

The contractor's failure to comply with the above requirements shall entitle the Commonwealth to terminate this contract at anytime without penalty.

ATTACHMENT "A"

AGREEMENT VA- <u>2001</u> - <u>0</u>22 FOR THE

VIRGINIA DEPARTMENT OF _

CERTIFICATION REGARDING LOBBYING

The undersigned certifies, to the best of his or her knowledge and belief, that:

- a. No Federal appropriated funds have been paid, by or on behalf of the undersigned, to any person for influencing or attempting to influence an officer or employee or an agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with the awarding of any Federal Contract, the making of any Federal grant, the making of any Federal loan, the entering into of any cooperative agreement, and the extension, continuation, renewal, amendment, or modification of any Federal Contract, grant, loan, or cooperative agreement.
- b. If any funds other than Federal appropriated funds have been paid or will be paid to any person for influencing or attempting to influence an officer or employee of any agency, a Member of Congress, an officer or employee of Congress, or an employee of a Member of Congress in connection with this Federal Contract, grant, loan, or cooperative agreement, the undersigned shall complete and submit standard Form-LLL, "Disclosure Form to Report Lobbying," in accordance with its instructions.
- c. The undersigned shall require that the language of this certification be included in the award documents for all subawards at all tiers (including subcontracts, subgrants, and Contracts under grants, loans and cooperative agreements) and that all subrecipients shall certify and disclose accordingly.

This certification is a material representation of fact upon which reliance was placed when this transaction was made or entered into. Submission of this certification is a prerequisite for making or entering into this transaction imposed by Section 1352, title 31, U.S. Code. Any person who fails to file the required certification shall be subject to a civil penalty of not less than \$10,000 and not more than \$100,000 for each such failure.

Signature: Printed Name: Organization: Date:

Executive Summery

In the Internet economy, human capital is a strategic resource and critical to success. Now more than ever, the Virginia Department of Information Technology (DIT) must develop and maintain a cutting-edge workforce. And the new global economy requires higher levels of education, computer literacy, critical thinking, information analysis, and synthesizing skills. Organizations like yours must retool your internal organizational structures forming smaller, nimbler project teams to deliver at an accelerated pace. So instead of just doing, now you must also manage and collaborate.

That's why organizations like the DIT are increasingly aware of learning as a competitive weapon—one that is well worth the cost. To get the most out of your employees, you must provide high-quality training; and in today's tight labor market, you need to explore technological advances to train your employees more rapidly, efficiently, and cost-effectively. Rapid obsolescence of knowledge and training, your need for just-in-time training, a globally distributed workforce, skills gaps, demographic changes, and the demand for flexible access to lifelong learning are just some of your challenges. Well-rounded professionals are in high demand. How is the DIT going to fill your openings in such a tight and competitive market? You must get creative—even aggressive.

Everyone has access to similar technologies and the same labor pool. The difference is how the DIT leverages your processes, products, or strengths and how you apply them to the marketplace. Different locations, mergers and acquisitions, cultural diversity, high turnover, and continuous learning are just some of the issues you must address. You realize the Internet is here to stay and the organizations with the best use of technology are winning. Repositioning to accommodate e-strategies and Web-related processes requires retraining. Creating value-add will be critical to your ability to compete. The need for speed and efficiency exists not only where your people are concerned, but also within your infrastructure. You must elevate your use of technology to increase productivity and remain competitive.

SmartForce knows you face many challenges in today's marketplace. We also understand your need to train your entire enterprise intelligently, creatively, and cost effectively. In this knowledge economy, the DIT must train many people. And we can help you achieve your business goals by delivering an e-Learning solution that creates a higher revenue rate per employee. You know training can no longer be considered just another employee cost. We can help you transform learning solutions into valuable investments and premium benefits, so the DIT can keep up with the changing business landscape and better manage crucial intellectual capital.

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Organization History

Originally founded at CBT Systems, SmartForce changed its direction and its name in 1999 to SmartForce. It is publicly traded on NASDAQ (symbol: SMTF) and, as the world's largest e-Learning company, we have over 2000 employees and offices in 35 countries. The US Headquarters is located in Redwood City, California and the Course development center is located in Dublin, Ireland. SmartForce has been deploying our e-Learning solutions for more than 16 successful years now in over 2500 medium and large organizations worldwide. Organizations like Dell, Computer Sciences Corporation, and PricewaterhouseCoopers turn to and trust SmartForce to deliver effective e-Learning solutions customized to meet their specific business needs and objectives. In 1999 SmartForce invested over \$30M in research and development on its platform and content offerings and continues increased their R&D spending annually.

Clients Include: Unisys, INOVA Health Systems, KPMG, Dell, Microsoft, VISA, US Army, US Navy, US Airforce and US Marines, CACI, and the IRS.

I Content

The SmartForce e-Learning platform is available in three broad solution levels — each of which meets the varied security, content, and Internet infrastructure requirements of our SmartForce global customers.

My SmartForce Internet solution is the flagship solution from SmartForce. Hosted by SmartForce from a state-of-the-art server farm, My SmartForce is a highly secure Internet-based, globally scalable e-Learning solution. My SmartForce offers the most complete and hassle-free e-Learning experience; serving tiny chunks of rich content called e-Learning objects managed by a powerful embedded learning management system (LMS). The My SmartForce content and platform can be customized to meet your organization's goals and personalized to meet the individual's needs.

SmartForce Global LMS / Intranet LMS is the most powerful and scalable Intranet solution for global enterprises. SmartForce Global Learning Management System (LMS) can be rapidly implemented and provides the entire category of LMS functionality. It includes organizing and deploying e-Learning objects, curriculum management, managing Instructor Led Training (ILT), record tracking management and skill competency management. Additionally, SmartForce Global LMS is extremely flexible in its customization and its ability to support multiple language environments.

SmartForce CBT is award-winning AICC-compliant content geared toward customers who want to retain their existing deployment system and provide access to SmartForce content not requiring an Internet connection, which can be installed and played inside the corporate firewall. SmartForce CBT is fully shipped on CD-ROM and can be deployed either as SmartForce Intraprise, SmartForce Campus, or SmartForce Web. SmartForce Global Services makes it possible for other learning management systems to provide learners with access to the full SmartForce e-Learning experience. We do so

by offering them our complete content solutions, contingent on SmartForce Global Services carrying out the integration implementation in consultation with the third party LMS.

Organizational Focus

SmartForce is ushering in the third generation of e-Learning with e³, an e-Learning application architecture that seamlessly integrates all aspects of e-Learning. e³ brings together all of e-Learning's moving parts in one system.

Think of it as a black box that glues together a powerful Learning Management System, a robust personalization engine, toolsets for publishing content, a traffic cop for routing messages, a dashboard for administrative reporting and control, and the largest repository of learning content ever assembled.



Fig. 1 - SmartForce e-Learning

The content – be it assessment tools, nuggets of instruction, a workshop, whatever – has been atomized into tens of thousands of reusable learning objects. When learners log into SmartForce, e³ begins assembling strings of learning objects (a "learning path") to meet their immediate objectives. e³ recognizes the learner and unfurls a personal learning path, one step ahead of the learner. The only time learners take the equivalent of a course is when they need exactly the contents of what is in the course. If they need less, they receive less. If they need more, they receive more. e³ personalized the learning path to the learner's requirements.

The SmartForce "Strategic e-Learning Solution" is comprised of several critical components including:

- SmartForce e-Learning Platform
- Global Web Interface
- Organization Customization
- Learner Personalization
- Administrative and Support Applications

The heart of the SmartForce e-Learning Solution, the actual "Learning Objects" which are the content and events that make our e-Learning so robust. These are key to the difference between taking a course and using an enterprise learning solution. SmartForce Learning Objects are key to providing a collaborative learning experience superior to any other with content as available and current as the Internet. The diversity and availability of these broad range of Learning Objects is the core of what a organization will have at its virtual finger tips to meet your staff development needs. This content can simply be categorized into the following groups:

Interpersonal Skills - Training that will help you develop the critical interpersonal and professional skills required in today's workplace. Learning paths offer practical techniques and examples that can help you to enhance your workplace performance and contribution.

IT Skills - e-Learning paths designed in partnership with software vendors that provide training and support for every stage of the IT learning curve.

Business Skills - Learning paths that not only ground you in business and financial theory, but also allow you to practice your knowledge in realistic role-play and business modeling scenarios.

e-Business - Using extensive multimedia resources - animation, streamed seminars, mentored exercises - this training helps both the technical and business sides of a organization prepare for the New Economy.

Home and Personal - For people who want to learn without sacrificing too much of their leisure time, these paths deliver instruction on IT and business topics relevant to the domestic environment.

Certification - SmartForce has long been the leading provider of certification programs for IT professionals, and our reputation rests on preparing you with learning paths directly mapped to exams.

OSHA- SmartForce has formed a partnership with GoTrain.net to deliver environmental, safety, and health content through MySmartForce with over 50 courses and a compliance-based learning management system (CLMS).

Health Care- SmartForce entered the healthcare market in 2001 through our development partnership with DigitalMed. This partnership has allowed us entry into the Nursing Continued Education market with over 200 hours of content.

CRM Portfolio- As competition intensifies thanks to e-Business and customer loyalty becomes ever more contingent on getting the best service at the best price, customer relationship management (CRM) is now critical for any enterprise hoping to flourish in the New Economy. To help organizations undertake the organization-wide changes required, SmartForce released learning paths from its e-Learning CRM portfolio in 2001. The CRM portfolio offers approximately 37 hours of learning, delivered through e-Learning objects—lessons, seminars, simulations, workshops, and articles—that deliver instruction and practice through the most appropriate media. Moreover, the modular structure allows students to launch the contents of a path at the object level, giving them the power to personalize their learning experience.

Base Infrastructure; A Solid Foundation

A huge server farm on the West Coast maintained by Exodus is backed up by a mirror site in the East and another mirror site in the UK. To speed the learner experience, content (learning objects) is stored close to the learner on the Akamai network. There are over 250 such locations in North America alone.

On top of the Internet infrastructure is the SmartForce e-Learning Platform. The platform is the revolutionary foundation of the SmartForce e-Learning solution. It's the system through which all the other components are accessed, utilized and supported. The platform is the core of our learning solution allowing SmartForce to provide you organization scaleable, manageable, and measurable e-Learning for your enterprise.

Customization is available at the organization level to ensure learners develop the skills needed by the organization. Every learner is unique. They know different things coming in and they need to learn very specific things to do their jobs well. One may learn a new subject by diving in and experimenting, another by getting the big picture first. Some learn best in groups, others on their own. People are different. And yet until now, we often gave them the same training. It's as if shoes only came in one size. Too big for some or too small for others.

SmartForce takes learner preferences into account; automatically assembling personalized learning paths to reach a goal. The combinations of Learning Objects in a path are virtually unlimited to meet the organization's requirements and their individual employees' knowledge and skills.

The SmartForce e-Learning Solution

The SmartForce solution is one that is scaleable, manageable and measurable for your enterprise. A solution you won't outgrow. It is:

- A solution that will provide an extraordinarily high degree of user personalization along with an equally high degree of organization customization. Which yields better, more relevant learning.
- A solution, which will provide access to the world's largest content library, a fully collaborative learning experience and an integrated one-stop learning environment. Vital because we learn from others.
- A dynamic solution effective and measurable that can be used to measure impact on productivity.
- A solution that will seamlessly integrate training content from a variety of sources (yours, ours, and third party vendors).
- A solution that uses the Internet to its fullest to make it easy for you to use and available anywhere 365/24x7.
- A solution that will provides a fundamentally faster, better way to learn. Making yours a stronger, more nimble, more capable organization.

As your e-learning partner, SmartForce will provide all the content, resources and tools

to ensure a organization's e-Learning success.

Key Partnerships

Mentor Technologies

PARTNER PROFILE

Mentor Technologies is a world leader in developing and deploying online learning products and services for large, multinational organizations. The organization is committed to improving the performance of information technology customers through the adoption of its revolutionary, web-based vLab® Technology and innovative skills-based services and solutions. Mentor Technologies is building the infrastructure to deliver "real learning for a virtual world." On April 3, 2000, the organization's vLab Technology was selected for inclusion



Fig. 2 - SmartForce Partnerships

as an official part of the Permanent Research Collection

on Information Technology at the Smithsonian's National Museum of National History. Since its introduction in May 1999, network engineers in have utilized the vLab System over 150 countries worldwide, including such prominent enterprises as Cisco Systems, PricewaterhouseCoopers and U.S. West.

SUMMARY OF PARTNERSHIP

The partnership between SmartForce and Mentor Technologies provides SmartForce customers direct access to real simulated activities, with the ability to configure live Cisco network devices in real time over the Internet. The vLab System provides this activity in a safe environment without risk to the network or other hardware devices. SmartForce e-Learning is a comprehensive application infrastructure that supports e-Learning initiatives in global enterprises. Encompassing the largest body of e-Learning content in the world, SmartForce provides the architecture that more than a thousand global enterprises are using today. e-Learning strategies support critical strategic business initiatives. SmartForce is also able to offer a fully integrated student environment, learning management system and a range of custom content creation and publication tools. The Mentor Technologies labs are a powerful new addition to SmartForce's industry-leading body of e-Learning content.

PARTNERSHIP BENEFITS

Mentor Technologies vLab Technology provides hands-on access via the Internet to live networking equipment and applications anytime, anywhere. The vLab System allows IT professionals to go beyond simulated exercises and instructional content to solve real-world networking problems encountered in the field, with-out risking mission-critical

systems and equipment. The vLab System offers just-in-time, 24x7 learning on a real, live network- with routers, switches, software, and other network gear-all dedicated exclusively to IT skills enhancement. In addition, by practicing on real equipment and applications, learners can improve their level of preparation for certification exams. While other training methods focus on knowledge, the vLab System teaches not only knowledge, but also the skills to apply that knowledge to real world situations. These skills are taught and reinforced using labs in which the student is presented with a real network problem to be solved. Students interact with the equipment using vLab Technology and the actual software that would be used to troubleshoot a problem in the field. Each lab presents a problem that will effectively teach a skill or competency. All of the labs are designed to support Cisco certification programs.

Go Train.net

PARTNER PROFILE

GoTrain.net, headquartered in Knoxville, Tennessee has been a dominant provider of web-based environmental, safety, and health (ES&H) training since 1998. The combined expertise of SmartForce and GoTrain.net will differentiate us as the most knowledgeable and experienced e-Learning provider of compliance-based ES&H training.

SUMMARY OF PARTNERSHIP

SmartForce has formed a partnership with GoTrain.net to deliver environmental, safety, and health content through MySmartForce with over 50 courses and a compliance-based learning management system (CLMS). Through our partnership, we will offer a complete program and compliance-based learning management system (CLMS) beginning in October 2001. In 2002, we will introduce e-Learning services and e-Learning objects targeting the needs of ES&H managers and administrators.

PARTNERSHIP BENEFITS

The SmartForce ES&H solution will leverage the capabilities of our enterprise-wide MySmartForce platform. Delivering the content through MySmartForce will provide clients with a cost-effective alternative to traditional instructor-led or media-based training. Organizations using our ES&H solution will significantly reduce their risks and liability for OSHA, EPA, and DOT noncompliance. In addition, they will also reduce their risks of worker's compensation claims, lawsuits, and resulting increases in insurance costs.

GoTrain.net has a depth of expertise in OSHA and EPA regulatory compliance, providing effective methods for training within "hard hat and safety glasses" industries. This allows us to offer best-of-breed ES&H content with the confidence that our e-Learning solutions will improve workplace safety and increase employee productivity. This also instills confidence that our CLMS will specifically address the needs for compliance and risk management.

Provant

PARTNER PROFILE

Provant is a leading provider of corporate performance improvement training services and products. Provant is a market-leading organization with a diverse range of clients. Provant accomplishes its mission by implementing services and training for the federal government, retail, customer service, health care, and telecommunications industries in the following areas: Organizational and leadership consulting and training. Performance improvement, design, development and technology. Industry specific training.

SUMMARY OF PARTNERSHIP

As strategic partners, Provant and SmartForce are able to lever-age each other's strengths. Provant is using the SmartForce e-Learning platform to support its customers' needs for learning solutions, using a blended approach that combines online with instructor led training. SmartForce's unique learning object architecture also allows Provant to accelerate the entry of its proven individual performance improvement strategies into the e-Learning market. SmartForce is able to take advantage of Provant's expertise in critical areas of development including employee relations and legal compliance, management development, leadership and interpersonal communications by gaining access to leading edge approaches that customers need in today's performance pressured workplace.

PARTNERSHIP BENEFITS

Recently, more and more organizations are blending internet-powered solutions with traditional training methods for reasons other than just cost savings. While the partnership accelerates Provant's entry into the e-Learning marketplace, it also enables the blending of varied training methodologies using the SmartForce leading edge e3 architecture. As a result the learning experience is extended and skills are reinforced. The first phase of development will focus on 46 basic learning paths for employees, professionals, supervisors and managers. A second series of learning paths will provide an even higher level of interactivity, practice and collaboration to ensure a true transfer of skills. Organized by competency areas, the learning paths will be released onto My SmartForce throughout the year. These new e-Learning offerings will enhance and complement SmartForce's e-Learning content library, which is the largest in the world.

SkillScape

PARTNER PROFILE

SmartForce has recently entered into a definitive agreement to acquire Victoria, Canada-based SkillScape, a leading global provider of competency management systems. SmartForce will incorporate into its suite of offerings SkillScape's competency management-based solutions that enable enterprises to assess organizational and

individual knowledge gaps, relative to strategic business goals, and then to customize learning interventions accordingly. This system provides organizations with highly customizable solutions that align employee knowledge and skills to business strategy.

SUMMARY OF PARTNERSHIP

The SkillScape competency management system comes pre-configured with hundreds of job profiles and thousands of skills definitions, which have already been mapped to SmartForce e-Learning content associated with developing those skills. More than just a powerful e-Learning offering, the system supports career development programs, project staffing programs and other human capital management initiatives.

The addition of SkillScape competency management further expands the capabilities of the SmartForce learning platform in meeting specific corporate, results-focused learning applications.

PARTNERSHIP BENEFITS

Employees are the drivers of organization strategy. When competency management is closely linked to strategy, SmartForce learning solutions can have a direct role in helping enterprises leverage their employees' skills. As a result, employees achieve their performance potential and enterprises increase productivity and profitability. A Skills Dictionary with over 10,000 behaviorally-anchored skills definitions in business, management, finance, marketing, information technology, communications, networking, engineering, science and trades is integrated into the competency solution, as well as over 350 job profiles all mapped to SmartForce e-Learning content. With a learning infrastructure that supports content, technology and services, SmartForce will deliver competency management through an open application architecture featuring collaboration and customization tools and advanced learning and content management systems.

The SkillScape competency management system ensures that employees have the right skills for the jobs that are key to implementing specific business strategies by identifying knowledge, skill, and performance gaps. Based on this information, learning solutions can be meticulously designed to build competencies that will help organizations execute their initiatives.

WebEx®

PARTNER PROFILE

WebEx® is the leader in real-time communications infrastructure for web meetings. WebEx's ® interactive multimedia communication services create a meeting-enabled environment for the web sites of its customers and partners, including organizations, communications service providers, on-line service providers, Web-application vendors and on-line marketplaces. WebEx® provides web-based carrier-class communication services through its multimedia-switching platform deployed over a global network.

WebEx's® services allow end-users to share content and applications spontaneously in a seamless environment with integrated audio, voice and video. WebEx® delivers these services using the global network and scalable platform, ensuring predictability, reliability and security. WebEx® services are used across the enterprise in sales, support, training, marketing, engineering and various other functions.

SUMMARY OF PARTNERSHIP

e-Learning is an ideal application of WebEx's® interactive communications platform. As the leading e-Learning organization with more than 2,500 major corporate customers using SmartForce e-Learning solutions, SmartForce brings an undeniable asset to the table for WebEx® by providing the infrastructure to support any e-Learning initiatives. Training and meetings are critical aspects of the corporate business process. The relationship between SmartForce and WebEx® will combine the interactive communications services from WebEx® with SmartForce's leading e-Learning environment to allow for the creation of entirely new forms of learning events.

PARTNERSHIP BENEFITS

The partnership allows SmartForce to provide its customers with e-Learning solutions that incorporate the latest advances in Internet technology. As part of the relationship, WebEx's® communications platform willpower SmartForce's new e-Learning workshops. These expert-led workshops feature a variety of interactive capabilities, including document and application sharing, real-time software demonstrations and integrated teleconferencing. In addition, SmartForce is making WebEx® services available to SmartForce customers to allow them to create their own inter-active webbased learning events. At the new Meeting Rooms area of the SmartForce Event Center at www.smartforce.com, e-Learning users can conduct their own meetings and custom training sessions-employing streaming media, application sharing, remote application control and white boarding-over the internet, just as they would in face-toface meetings. Visitors to the Meeting Rooms area will be able to hold meetings for up to four people for free, with larger meetings avail-able at specified per-use rates. Enterprise WebEx® solutions are also available from SmartForce, a reseller of WebEx's® communications services. These services give customers flexibility in creating customized e-Learning events such as seminars, meetings, workshops and discussion groups- all of which, integrate with the other components of SmartForce's e-Learning solutions. SmartForce resellers can add a new dimension to their offering, either incorporating custom branded meeting services from WebEx® or building cobranded WebEx® collaboration features into products and/or services. The combination of SmartForce e-Learning solutions and WebEx® meeting services gives resellers incomparable building blocks for solving the business needs of their customers.

Yahoo!

PARTNER PROFILE

Yahoo! is one of the worlds largest and most successful Internet organizations, traditionally known for driving business through Internet advertising sales. As the first online navigational guide to the World Wide Web, www.yahoo.com is a major guide in terms of traffic, advertising, household and business user reach, and is one of the most recognized brands associated with the Internet. StatMarket, the global Internet user analysis service, reports that Yahoo! is the top referring search engine in 100 countries, including the United States. Yahoo! has put a variety of strategies in place to secure new business, making one of their core strategies this year and moving forward, Corporate Yahoo! SmartForce and Corporate Yahoo! is Yahoo!'s business to employee (B2E) portal solution. Yahoo! is offering large organizations an enterprise application that will give all employees a portal where they will access all of the applications and information they need to do their jobs effectively. These applications are behind the firewall, providing organization specific and protected information such as 401K tracking, sales force automation, product information, benefits and administration combined with Yahoo!'s rich Internet content such as Finance, Stock Quotes, Weather, News, etc. With Yahoo!'s B2E portal solution, every employee has their own customized, personalized and organized front-end to the vast array of Internet resources. Already, Yahoo! has secured numerous enterprise customers with over a million seats licensed among them.

SUMMARY OF PARTNERSHIP

Education and training are core applications that global enterprises need to make available in their employees' web tops. Yahoo! wanted to select one organization that would be identified as their preferred e-Learning partner. They wanted to select a platform that could support any kind of organization training initiative. They also wanted a solution that truly worked for large, geographically dispersed organizations. SmartForce was the best solution and was awarded the distinction of Corporate Yahoo!'s only premier partner. SmartForce is now Yahoo!'s sole preferred provider of e-Learning infrastructure within corporate Yahoo!. SmartForce is building connectors from Corporate Yahoo! to My SmartForce, and My SmartForce will be the default e-Learning infrastructure module for Corporate Yahoo!

PARTNERSHIP BENEFITS

Meta Group estimates that 80% of large organizations will deploy a B2E portal by 2002. Through a SmartForce e-Learning module, customers of Corporate Yahoo! will be able to access the entire range of SmartForce e-Learning solutions, including the largest body of e-Learning content available, a powerful learning management system and a set of custom content creation and publication tools. Future modules will link the customer to SmartForce highlights, free courses, a SmartForce tour and tutorials on how to use the portal. SmartForce and Yahoo! are working together to help global organizations meet demanding business objectives. Corporate Yahoo! is enabling business communication and reach to all employees, customers and business partners. The SmartForce platform can be accessed through the Corporate Yahoo! portal, giving employees, customers and business partners an efficient reach to their e-Learning.

Once again, providing a faster and better way to learn.

KeepSmart

PARTNER PROFILE

More than an industry leader, KeepSmart is a pioneer in the field of online and offline continuing education for professionals. For more than two decades, KeepSmart has developed and provided dynamic continuing and mandatory education products to a diverse group of customers. With roots stretching back to 1981, and backed by experts in the fields of Corporate Accounting, Public Accounting, Law, Real Estate and Engineering, KeepSmart is an experienced and proven educational enterprise, offering over 2,200 hours of content. Utilizing a wide variety of media including web, CD ROM, video and instructor led materials, KeepSmart provides relevant critical and timely information and content to its professional clients. Such clients include: FMN and FMN Online, PE Exam Review Course for Civil Engineers, Floyd Wickman Courses, CPA Report, Safe R+: Reinforcement Based Safety, Lawline, the Frustrated Agent's Guide and Sweathogs. Furthermore, KeepSmart is the leading continuing education provider of CPE, CLE, CD, PDH and CPD to customers consisting of almost half of the Fortune 500 organizations. Customers also include organizations ranging from small businesses to major firms and associations in each of KeepSmart's vertical markets.

SUMMARY OF PARTNERSHIP

The strategic partnership forged between KeepSmart and SmartForce will strengthen the capabilities of each to meet the learning needs for their customers enabling fulfillment of their e-Learning strategies. SmartForce will create a branded web site to host Keepsmart's e-Learning offerings, while KeepSmart will utilize the SmartForce e-Learning object architecture, content development tools and methodologies to standardize its con-tent. As a result, KeepSmart will be able to enhance its e-Learning capabilities by bundling SmartForce content with its new e-Learning content. The partnership allows SmartForce to expand its capabilities into the area of professional education required by the employees of its current and rapidly expanding customer base. Ongoing professional education is required for lawyers, accountants and civil engineers, and many organizations want to provide this type of education online. The need for online education for these professionals is clear. Not only is there a critical nature associated with these types of careers, but they also dictate non-traditional hours-making it difficult to participate in traditional education events or training. e-Learning is a natural solution.

PARTNERSHIP BENEFITS

While the partnership accelerates KeepSmart's entry into the e-Learning marketplace, it also expands its offerings using other SmartForce content with SmartForce's leading-edge learning object architecture. SmartForce will be able to address some of the critical educational requirements for the professional employees of its customers. As a

result, SmartForce will extend its focus as an organizational e-Learning solution beyond its traditional areas enabling it to more fully support its customers' learning and organizational goals.

SmartForce Distinguishing Characteristics

SmartForce is known through out the world as the largest provider of e-Learning Technology, Content, Services, and track record you can trust to deliver your global platform for e-Learning. No start up, portal, Learning Management System, competitor, division of a large computer organization, or any ad-hoc combination of the above can deliver on this promise.

SmartForce alone will spend more than \$40 million dollars on research and development in 2001 to make sure we are providing all the Technology, Content, Services and support our customers need to have a successful e-Learning program.

International Data Corporation (IDC) has ranked SmartForce (Nasdaq: SMTF) as the # 1 e-Learning organization in the world for the second consecutive year. In IDC's recent bulletin, *The Top 15 Worldwide IT Training Providers in 2000*, SmartForce had the highest revenues of any e-Learning organization. Since successfully transforming itself into the leader in enterprise e-Learning, SmartForce now counts itself among an elite group of profitable Internet organizations, and is the first and only profitable, publicly-traded e-Learning organization. Successful learning providers, according to IDC, are defined by their ability to impact customers' business objectives, a fact well understood by SmartForce.

"At SmartForce, we believe that e-Learning can fundamentally transform the way global enterprises train their employees. e-Learning can deliver real solutions to time-sensitive business problems," said Greg Priest, chairman and CEO of SmartForce. "With just-in-time learning, SmartForce takes organizations beyond where they are today to the place they need to be by helping them further and realize their organizational goals and vision. We are particularly gratified by IDC's report because it affirms the acceptance of our approach to e-Learning and reinforces SmartForce's leadership position in the marketplace."

II SmartForce Technical and Design Approach

Instructional Design and Development

Content Development Process

Once SmartForce has decided to create a new course (or "Learning Path"), the first step is the creation of learning objectives that are concrete, relevant, and measurable. Subject-matter experts (SMEs) determine these learning objectives. (SmartForce SMEs include information-technology specialists with extensive knowledge of all aspects of the IT industry; business experts with postgraduate degrees, teaching experience in business schools, and extensive experience in the business world; interpersonal skills trainers; and other experts in a variety of knowledge domains.) SMEs assess the needs of the members of the target audience, who can range from end-users to system administrators and programmers for IT courses, and from new employees to senior managers in the business and interpersonal skill courses. Where applicable, learning objectives are mapped to certification requirements.

The SMEs are supported by instructional designers (IDs), individuals with diverse backgrounds in education, training, and curriculum planning, who help translate the domain-based learning objectives identified by the SME into comprehensive plans for the creation of SmartForce learning paths. IDs ensure that learning paths are structured and organized in learning paths to embody SmartForce's instructional principles. The planning process also ensures that a wide-ranging and instructionally appropriate variety of media and teaching tools are used in the creation of the e-learning objects that make up the learning path.

Working together, the SME and ID create a comprehensive planning document that outlines all the learning objects the learning path is to meet, breaks down the content that is to be covered in each e-learning object, and identifies the type each e-learning object is to be. The development team (including writers, editors, graphic designers, web designers, simulators, mentors, programmers, and project managers) located in SmartForce's development centers around the world take the planning document and create the objects according to the project schedule. As the e-learning objects are created they are reviewed by the SME to ensure the correctness of the content and to confirm that the object meets its stated learning objective. They are also reviewed by the ID to make sure that they adhere to e-learning instructional design standards. Test questions that are created to an organization Instruction objects are also reviewed by the SME to make sure they accurately assess the learning objectives met by the e-learning objects. The objects are then revised, tested, and uploaded onto MySmartForce.com.

Design Methodology

e-Learning has transformed the learning industry. Yet few organizations in the industry have explicitly set forth their approaches to learning content in the e-Learning world. We have made available to clients the following information to describe the results of our research on what has changed, and what hasn't and to articulate explicitly our approach to e-Learning instructional design.

HOW DO PEOPLE LEARN?

SmartForce has gone back to the research to determine the roots of what learning is all about. What are the essential elements of teaching and learning? We found them to be that learners need to:

- Read, see, and hear explanations of concepts and be shown demonstrations
- Discuss and work with peers and mentor
- Try out skills in a simulated environment or on the job
- Test themselves or be tested. These elements or modes of learning can be simply stated as INSTRUCTION, COLLABORATION, PRACTICE, and ASSESSMENT.

HOW HAS TECHNOLOGY AFFECTED HOW PEOPLE LEARN?

e-Learning has not changed the basics — how people learn. Learners still need to receive instruction, talk with others, try out what they have learned, and be assessed to show that the learning has been successful. Any learning experience that does not support and integrate all of these modes of learning is an incomplete experience. What has changed is the technology that we can apply to learning. Technology can be used to enliven instruction, facilitate and ease communication, create ever more authentic opportunities to try out skills, and improve and streamline assessment capabilities.

SmartForce takes inspiration both from legacy of instructional design research on how people learn and from what others are doing on the Web to improve information presentation and transfer. As a result, our instructional design philosophy is the only one in the industry that truly integrates insights and advances made in the areas of

- web site navigation and usability
- online media broadcasting and communications
- online publishing in a variety of genres
- online teaching and learning

What these efforts have in common is that they all seek to enhance and expand the range of tools and strategies producers and consumers of content can use to inform, communicate with, and interact with each other and the content itself. This is true of customers at an e-commerce site; viewers of network programming, readers of online publications, or learners at any level.

WHAT ARE SMARTFORCE'S INSTRUCTIONAL PRINCIPLES?

Lessons learned from research in instructional design, web presentation and usability, and multimedia broadcasting and communication has led us to these instructional principles:

SmartForce holds that learners should

- be in control the pace of instruction
- be able to be an active participant in their own learning
- be able to apply and adapt prior knowledge and experience to the experience of learning

As a result, SmartForce holds that instruction should

- be engaging
- be easy to navigate
- be logically sequenced, but flexible
- be tailored to the learner's profile
- offer frequent feedback that is positive and useful
- assess learners accurately so their progress can be measured

OUR e-LEARNING OBJECT ARCHITECTURE

To address these principles, SmartForce created an e-Learning framework. The framework calls for each discrete element of our e-Learning offerings to be defined as a unique learning object. "Learning objects" are small, discrete chucks of learning. The "learning" itself can be instruction, collaboration, practice, or assessment (or some combination of two or more of these). It can be delivered by any of a range of technologies and media.

All e-learning objects have a single learning objective – a purpose that the learning object is designed to meet. We ensure that the learning objectives for each e-Learning object is met by the content inside those objects by following rigorous planning, development, and review procedures.

Finally, all SmartForce's e-learning objects are standards-based. This means that SmartForce e-learning supports customer creation of objects in any number of different formats using any number of different tools that will work with our environment and with our content. SmartForce is very active in the standards bodies initiatives. We are following the various initiatives from the leading bodies and industry leaders, including ADL, AICC, SCORM, and Microsoft. We are also participating in applicable standards events and are building our products to meet open standards.

SmartForce uses its learning object framework to provide a *flexible, comprehensive,* and integrated e-Learning solutions tailored precisely to the customer's specific business needs. The e-learning object framework also allows each learner to create a personalized learning path based on their specific needs, prior experience, and training.

SmartForce's Four Modes Of Learning

SmartForce has developed a four-step instructional model that applies our instructional design principles to the creation of the learning objects and learning paths that comprise our offerings.

The four key phases of this model are-

- Instruction
- Collaboration
- Practice
- Assessment

INSTRUCTION OBJECTS

During the first mode, Instruction, the learner is *presented* with clear explanations of the theory behind the subject being covered. Instruction should be broad, comprehensive, and interactive. The ideas should then be *demonstrated* using practical situations and real-life examples, screen-grabs of software interfaces, or other appropriate and instructionally valid images. We use a variety of media (text, graphics, animation, audio, and video) and technologies (HTML, Flash, Dreamweaver, Director, WebEx, NetPodium) to present instruction to the learner. Using a wide mix of media and technologies means that it is possible to select the best method of presenting the content to the learner — depending on the nature of the content, the learning preference of the user, and the technological limitations under which the learning must take place.

It is essential that Instruction be interactive in order to be effective. SmartForce Instruction achieves this by incorporating a wide range of questions, exercises, and activities in the learning experience. For example, many SmartForce e-learning objects contain "discovery questions" — anticipatory questions embedded in the narrative. These multiple-choice questions, drag-and-drop exercises, and hot-spot questions involve the learner in the narrative and help to develop insight into the subject matter. They are based on inductive or deductive reasoning. Learners are given a certain amount of information and encouraged to reach a logical conclusion. In addition, helpful and sensitive feedback is supplied.

Audio-animation web-based instruction objects provide a media-rich educational environment. They are best suited for introductory material, for interpersonal skills learning paths, for conceptual content in general, and for learning situations in which learners might need to be carried through the instruction.

Interactive graphical web-based instruction objects provide graphic-rich instruction for areas where learners need to see something to learn – whether that be stepping through a software interface, exploring the depths of organizational structures, or

comprehending information that is best presented graphically and visually. They are best suited for demonstrating software interfaces or visually rich conceptual content. Interactive text web-based instruction objects consist of the essential content conveyed through concise paragraphs offset with a few informative illustrations. They are best suited for situations in which the majority of the instructional content is conveyed through text rather than graphics, such as non-GUI software products.

Tutorial web-based instruction objects consist of essential content conveyed through concise paragraphs offset with a few informative illustrations. Tutorials contain no questions or interactivities. They are best suited for situations in which the primary purpose of the learning path is to provide quick and simple information for learners. Articles are text-based objects that address specified learning objectives in the learning path. Aside from an anchoring graphic (which could be a generic graphic), they can include flat graphics (charts, diagrams) that are essential to conveying the content. They are best suited for situations in which the majority of the instructional content is conveyed through text rather than graphics and for situations in which it would be preferable to provide the student with the entire content of an e-learning object on a single page.

White papers are text objects that address complex topics – typically current developments in a technological or business area. These would usually be found in high-end technology or business courses. Aside from an anchoring graphic (which could be a generic graphic), they can include flat graphics (charts, diagrams) that are essential to conveying the content. They are best suited for situations in which the majority of the instructional content is conveyed through text rather than graphics and for situations in which it would be preferable to provide the student with the entire content of an e-learning object on a single page.

Case Studies are text-based objects that provide an in-depth analysis of an industry or business or implementation of a software product. The example could be real or fictional. Aside from an anchoring graphic (which could be a generic graphic), they can include flat graphics (charts, diagrams) that are essential to conveying the content. They are best suited for situations in which the majority of the instructional content is conveyed through text rather than graphics and for situations in which it would be preferable to provide the student with the entire content of an e-learning object on a single page.

Workshops are events moderated by an expert instructor. They are created and played using WebEx®. They can include presentation slides, whiteboard activities, application demonstrations – anything that someone can show on their computer screen. They are best suited for demonstrating software, but can also be used to explain conceptual material. (Archived workshops are used in learning paths. Live workshops contain all the above, plus polling questions. When live, workshops act as collaborative events (that is, allow viewers to interact with each other (via conference call – WebEx® doesn't support two-way voice communication) and to ask questions of the expert. Live

workshops can't be a part of the learning path, but they can be listed in the learning path resources page under the "Events" category.)

Seminars are interviews with an expert, accompanied by a slide presentation. They are created and broadcast using NetPodium. They are followed by a question-and-answer session, which includes questions submitted by an audience. They are best suited for explaining conceptual material. (Archived seminars are used in learning paths. Live seminars contain all the above, plus polling questions. When broadcast live, the seminars allow viewers to submit questions to the expert via a text messenger. During the Q&A session (audio only), the questions are answered by the expert. Live seminars can't be a part of the learning path, but they can be listed in the learning path resources page under the "Events" category.)

COLLABORATIVE OBJECTS

The second mode, Collaboration, encompasses a wide range of activities and experiences that involve learners and mentors. These can include e-learning objects (such as mentored exercises, live workshops, and live seminars), services (24x7 mentoring by subject-matter experts), and community environments (chat rooms, discussion boards). Collaboration with mentors and other learners enables students to go deeper into specific learning points, seek clarification in difficult areas, or otherwise vary the learning experience according to their own needs. Many SmartForce e-learning objects support collaboration as a part of the learning experience itself. In learning path subject areas where SmartForce's 24x7 mentoring service is available, learners are always able to access mentors at any point inside or outside the e-learning object.

Mentored exercises are open-ended exercises that offer feedback provided by a mentor. Learners will see these objects in their learning path only if the mentoring service is part of their package. They provide students with the opportunity to demonstrate their mastery of a skill or a complex area of knowledge by completing an assignment (doing a project or answering questions), submitting that to a mentor, who evaluates it and provides direct feedback. Mentored exercises are built and maintained by the SmartForce's eMentoring group. They are best used in situations in which learners could come up with different answers to the same question.

Mentoring

SmartForce is committed to a continuous investment in next-generation webcentric architecture that seamlessly integrates content, technology, and services. SmartMentoring is an integral part of this effort to bring you the most comprehensive and efficient e-Learning experience possible. SmartMentoring makes the best even better by adding the dimension of one-on-one real-time learning to SmartForce's outstanding platform and courseware.

Each SmartMentor is "vendor certified" meaning they have passed the same rigorous examination created by the individual vendor, that the student is currently pursuing. Each SmartMentor must be certified at the individual course level and at the designation level. For example, if a SmartMentor passes the TCP/IP exam, that SmartMentor is

vendor certified for TCP/IP training content. Different vendors have different designations such as MCSE or CCNP. The bottom line is that you can rely on SmartMentors to deliver the most accurate, up-to-date educational assistance available

SmartForce e-Mentoring provides these advantages:

- Highly qualified SmartMentors, who know their subjects backward and forward, assist learners through problem areas.
- The convenience and personal touch of one-on-one education via e-mail, live chat, or workshops around the clock.
- Rapid response from SmartMentors within a specified timeframe. All chats receive an immediate response and we guarantee a maximum six-hour turnaround for e-mail inquiries.
- SmartMentors hold over 650 vendor certifications and cross-certifications in a variety of IT and business disciplines. Their knowledge and skills are always current and practical.

SMARTFORCE e-MENTORING SERVICES INCLUDE

Synchronized Content E-mails. This proactive e-Learning tool delivers motivating content clarification, questions, helpdesk scenarios, or bundles of information to supplement courseware and keep learners moving ahead. These communications are synchronized with the learner's progress through the learning process. Learners have the ability to control the frequency of the e-mails to support their learning pace and style. Synchronized Content E-mails lend structure to the learning process and build expectations. A discipline is created that is unique to SmartMentoring.

Content Support Chats. These provide real-time communication with SmartMentors and are an outstanding way to ask quick questions or request additional information. The chats are monitored 24x7. Immediate feedback accelerates the learning process because learners receive answers while the question is still fresh in their minds.

SmartMentor Workshops. The SmartMentor Workshop Team is comprised of IT and education professionals. The workshops offer real-time interaction with certified instructors, including live demonstrations and hands-on training. Experts guide learners through complex applications in real time to improve confidence and skills. WebEx® technology enables SmartForce to create a virtual collaborative classroom quickly and easily over the Internet.

PRACTICE OBJECTS

In the third mode, Practice, the learner is presented with opportunities to try out or apply the skills and knowledge they have learned in simulated environments. Practice is an essential part of learning, whether it is in a classroom, at a desktop, or via an online environment. One key component of practice, however, is that the environment in which the practice takes place should be as authentic as possible. Learners practicing

software skills should try them out on the software itself or a simulation that acts like the real thing. Learners studying selling techniques should be able to try their approaches on simulated clients who play their roles correctly. The second key component of the practice experience is that learners should always receive feedback on how they have performed. Practice without feedback won't lead to mastery. SmartForce uses a wide range of simulation approaches and technologies so that it can provide students with the most appropriate type of practice environment to try out the skills they are learning. These include role-play simulations, conceptual simulations, software simulations, hardware simulations, coding simulations, and business modeling simulations. Some simulations can take hours to complete. Others can be finished in minutes. All simulations offer appropriate levels of guidance and feedback help the learner through the tasks.

Use of Simulation Exercises in Learning Paths

In computer- and web-based training, a simulation exercise is a powerful technique that gives the learner invaluable hands-on experience by replicating critical job-related tasks and decision-making situations. Learning is achieved by performing activities similar to those that would be performed in real-life environments. The simulation exercise helps the learner to acquire relevant skills and provides independent practice that helps to retain these skills. Our aim is to provide simulation exercises that are engaging and interesting to do, but informative and challenging as well. SmartForce simulations are built to provide a variety of different kinds of feedback to support the student. Also, many of our simulations are designed to support learning whether they are entered before the student has taken instruction, while they are in the middle of it, or after they have completed it. This means that learners who learn best by doing (rather than by reading or listening, say), have the flexibility they need to be successful learners.

Conceptual Simulations enable learners to practice applying complicated ideas or to understand how certain kinds of information is related. They are presented with a variety of resources (organization profiles, product descriptions, process diagrams, etc.) and asked to answer a series of questions. They are created in Flash using text, graphics, audio, and animations. They are best used for situations in which learners need to practice making complex decisions based on complicated information. Software simulations replicate GUI environments and are designed to allow students to practice the complex tasks associated with specific software products. The simulations allow students to complete the tasks in all the ways supported by the live software and will demonstrate the correct steps to the student if they are unable to perform the required tasks. Software simulations are created using Director. They are best used for simulating software tasks.

Coding simulations replicate coding environments and are designed to allow students to practice the complex tasks associated with specific software products. The simulations allow students to complete the coding tasks in all the ways supported by the live software and will demonstrate the correct code to the student if they are unable to

perform the required tasks. Coding simulations are created using Director. They are best used for simulating software-coding tasks.

Hardware simulations replicate 3-D environments in which hardware is manipulated. The simulations allow students to complete the tasks and will demonstrate the correct steps to the student if they are unable to perform the required tasks. Hardware simulations are created using Director. They are best used for simulating hardware tasks.

Role-Play Simulations (knowledge oriented) are web-based, multimedia role-play simulations that offer students the chance to master complex knowledge domains (such as sales or e-commerce) or to practice skills relevant to those domains. The student in this kind of simulation interacts with virtual characters in a series of learning-objectivedirected conversations toward the realization of a goal. To assist the student in their task, the simulation contains a wealth of supporting material (white papers, PowerPoint presentations, links to web sites, email advice from virtual managers and advisors, explanations of concepts and "best practice" guidelines) and an online knowledge repository called SAGE. These simulations are created with a proprietary tool developed by SmartForce. They are best used in learning paths in which human interaction is a key component of the material being learned - such as in interpersonal skills learning paths, many business learning paths, and a few IT learning paths. Role-Play Simulations (leadership oriented) are role-playing, game-like simulations in which students take the role of project managers in virtual organizations and succeed by performing all the tasks necessary to see a project through to completion. These simulations offer a high level of life-like personal interactivity with a cast of characters (productive and unproductive team members, sales people, and bosses) with whom the student must interact in order to succeed. Our partner SMG, in Philadelphia builds them. They are best used in business skills learning paths focusing on leadership or people management.

Business Modeling Simulations are complex, number-crunching simulations designed to give students exposure to domains such as finance and accounting. Quantitative simulations allow students to control and manipulate a variety of financial variables in a virtual organization in order to learn how those variables behave in real-life situations and to understand their implications on a broader scale. Our partner SMG, in Philadelphia builds them. They are best used in business skills learning paths focusing on finance or financial matters.

ASSESSMENT OBJECTS

In the forth and final mode, Assessment, learners take tests to evaluate the depth of their knowledge before they start learning or to demonstrate their mastery of the material. Results from pre-tests help learners (or their managers) to determine the scope of their learning needs. Post-test results provide important information on whether the learner has successfully assimilated the course content and mastered the

intended skills. They also provide pointers to future instructional needs. In certain areas, tests play an important role in preparing the learner for certification exams.

Pre-assessment tests evaluate the depth of the learners' knowledge before they actually begin the training process. The results of these tests help learners and their managers determine the scope of their learning needs. For example, organizations may pre-assess to place learners in the correct training programs or to place job applicants in the right jobs. For the learner, carrying out pre-tests can also save significant study time as the test results enable them to skip the material that they already know and concentrate on their weak areas.

Performance Tests are scored assessments that evaluate the learner's ability to successfully complete a specific task, usually in a GUI-based application. Unlike practice simulations, assessment simulations are scored. An overall score is allocated to the test and each individual step is weighted according to its level of difficulty. This way, if students do not complete all the steps or falter on a minor one, they can still be rewarded for each step they perform correctly. Once the student has completed the task, they receive feedback on their overall performance.

Proficiency assessment demonstrates whether the learner has successfully assimilated the e-Learning content and mastered the intended skills. For example, if the student attains a specific score for a learning path (say 70 percent), they would be considered to have achieved all the objectives of that learning path and are ready to fulfill a particular role or task. Proficiency tests, which are available at learning path and learning object levels, also provide pointers to future instructional needs.

Certification Prep test play an important role in preparing the learner for certification exams. Generally taken near the end of a program of certification-oriented study (for example, after a series of e-learning paths), the Test Prep facility enables the learner to test their knowledge in a simulated certification-testing environment. Tests can be taken in two modes—study and certification. The un-timed study mode is designed to maximize learning by providing feedback, while the against-the-clock certification mode is designed to mimic a certification exam.

Development of Assessment

During the planning stage, test questions are carefully matched to the learning objectives of each course. These learning objectives are based directly on the needs of the target audience. For example, many SmartForce courses map directly to industry-standard certification paths such as Microsoft MCSE and Novell CNA and CNE. The test questions in these curricula will be of a similar nature and level of difficulty to those that will be encountered in the relevant exams. We have used Bloom's taxonomy of cognitive learning¹ to categorize our learning formats and relate them to assessment

¹ Bloom's taxonomy of cognitive learning – Dr. Benjamin Bloom developed a taxonomy (or classification) of levels of intellectual behavior important in learning including three overlapping domains – the psychomotor (relating to physical

methods. Much computer-based training focuses on the first three levels of the taxonomy, because of the practical and skills-related content of the courses. Theoretical material is usually assessed at the first and second levels, Knowledge and Comprehension. For these levels, multiple-choice, hotspot, matching, and drag-and-drop questions are often used. Simulations are incorporated into tests to bring Bloom's third level of learning — Application — into play. Finally, higher levels of learning — Analysis, Synthesis, and Evaluation — are assessed with a variety of complex exercises and simulations.

Reporting

There are a number of different report types available for displaying your student and content data. Both audience and content areas of the studio report on student progress and use the same report types—the difference between the two areas is that audience reports are listed alphabetically by group and content reports are listed alphabetically by content item.

Detailed Progress: This report displays comprehensive data based on the progress of your students. Report information includes start and completion dates, test attempts, pass levels and scores, and access counts for each content item undertaken by your students.

Summary Progress: This report displays a graphical summary of student progress. Report data includes test scores, pass levels, and attempts.

Mentoring Report: This report displays information about the mentoring activity undertaken by students. The report generates data related to mentored e-mail activation, total and remaining mentored days, and chat accesses.

Activity Report: Use this report to display information related to the e-Learning activity of your students or the activity associated with selected content items. e-Learning activity data includes the number of students who have activated a learning module or path, the number Downloads or Assessments that have been initiated, the number of times students have accessed the Resources and Description areas, the number of times Mentoring has been activated, and the number of times the mentored chat and "E-mail My Mentor" features have been used.

Course Maintenance

Courses are maintained at regular intervals based on the vendor's own content modification requests. The course updates are seamless to all clients using the SmartForce hosted solution. Organizations hosting content themselves will be provided the updated course on CD.

skills), the affective (relating to emotional development), and the cognitive (relating to intellectual skills). Bloom identified six levels within the cognitive domain: comprehending information, organizing ideas, analyzing and synthesizing data, applying knowledge, choosing among alternatives in problem-solving, and evaluating ideas or actions.

If a student discovers a course error, SmartForce Support should be notified immediately via email at support@smartforce.com. The email should detail the following items:

- Full course title and/or course code, unit and screen number
- Error description (screen shot if possible)
- Web address from which you are playing courses (if applicable)
- If accessing course from a Web site, whether course is downloaded or played online from the Web site
- Player and Course Version (press CTRL key and simultaneously double-click mouse on course background)
- Client operating system

Custom Content

My SmartForce offers a Custom Content Publishing solution that enables customers to create their own learning content, upload it to My SmartForce, and manage it like standard SmartForce content. These capabilities will enable a fruitful collaboration between customers and SmartForce to deliver training solutions exactly corresponding to an organization's needs.

The Custom Content Publishing initiative builds on our Learning Object Architecture and our pioneering work with industry standards to deliver a simple yet powerful set of tools that will enable customers to:

- Create personalized trackable content.
- Upload it to the SmartForce site.
- Manage it like SmartForce content.

These capabilities open up the SmartForce site to collaboration between the customer and SmartForce in designing the right training solution for their organization.

The Custom Content Publishing solution has the following characteristics:

- it is based on the SmartForce learning object architecture
- it uses industry standards and specifications such as AICC and LRN
- content can be authored and packaged with industry-standard tools such as Macromedia® Dreamweaver® and CourseBuilder, and the LRN suite
- custom content publishing is a multi-step task that involves uploading to My SmartForce, followed by validation and publication of the content by the Global Services Group

 custom content is played with SmartForce's new architecture, and can be designed with the same look and feel as SmartForce content

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LEARNING OBJECT PARADIGM

LEARNING OBJECT ARCHITECTURE

The SmartForce learning object architecture delivers a uniquely flexible solution for designing and managing training materials. Each learning object (LO) is a discrete block of learning that fulfills a single, stated learning objective and can be individually assessed. LOs can consist of a wide variety of learning materials and activities, including online seminars and lab exercise, in addition to standard instructional material. At a higher level, learning objects can be combined into learning paths (LPs). Each learning path contains all the e-Learning content required to master a substantial skillset or concept.

The Custom Content Publishing solution is fully integrated with the learning object architecture. Customers can create their own training content in the form of custom learning objects. They can then incorporate these LOs with SmartForce content to create unique learning paths specifically tailored to the training needs of their organizations.

STANDARDS

Specifications and standards are now becoming well established in the technology-based training sector. Some of the most important of these are the Aviation Industry CBT Committee (AICC) standards for student progress tracking, and Microsoft's Learning Resource Interchange (LRN) standard for describing the structure of training content, which is based on Instructional Management Systems (IMS) specifications.

CONTENT CREATION

AUTHORING

Customers can use the authoring tool of their choice, but Macromedia's Dreamweaver provides a number of advantages over other tools. It can be used with an add-on program called CourseBuilder to easily produce highly interactive courses with student tests. SmartForce will provide an HTML template that can be used by Dreamweaver authors—it incorporates JavaScript that enables AICC tracking of student progress. The template also provides a consistent look and feel, and standard navigational features. Whatever the authoring tool used, learning objects can be created and then sequenced together to form learning paths with a packaging tool such as the LRN suite.

My SmartForce supports six types of custom content:

- trackable learning objects (LOs) e.g. AICC-compliant Dreamweaver content
- trackable learning paths (LPs)
- non-trackable LOs (single-file) e.g. documents, presentations
- non-trackable LOs (multiple-file)
- web links (URLs) to trackable LOs

web links (URLs) to non-trackable LOs

The content of a learning object can be almost any type of web-compatible media. For example, objects built with CourseBuilder will consist of Dynamic HTML pages that make extensive use of JavaScript. But Flash™, Shockwave®, and QuickTime™ movies can also be used to create rich, engaging learning experiences.

SUPPORT

SmartForce recognizes that while organizations may be very keen to produce custom content, they may have little or no experience in this area. Therefore, a content publishing support site has been made available on SmartForce.com. This site provides information and resources for custom content creation and publishing. For example, there will be a graphics library, the LRN suite, a sample learning object, documentation on how on how to publish content to My SmartForce, contact details for support, and any other information that is considered useful to facilitate custom content publishing to My SmartForce.

PLAYING AND MANAGING CUSTOM CONTENT

The new My SmartForce architecture will be used to launch custom content, navigate between learning objects, and track results (where applicable). Custom content will be managed through the use of existing administration tools on My SmartForce. Under e-Learning Paths, for example, custom content will be visible along with SmartForce-created content in the various views. The Control Studio (which will incorporate the functionality of the existing Learning Path Studio) will handle custom learning objects. Administrators will be able to assign such objects to learning paths just as if they were SmartForce-created learning objects. And if the custom objects are AICC-compliant, student results can be tracked just as easily.

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LMS FUNCTIONALITY

"The emerging view within the corporate training community seems to be that learning management is a critical tool in the management of corporate human capital, and, in some cases, a mechanism for elevating the status of the training function within the corporate enterprise." W R Hambrecht report, March 8, 2001 There's little doubt that the idea of a learning management system (LMS) that can support the delivery, administration, tracking, and reporting of all kinds of e-Learning content has caught the attention of organizations today. Even a cursory look at the Web will show that there's no shortage of organizations claiming to offer LMS Functionality, the question is, to what extent? In an attempt to distinguish SmartForce's offering, this document describes the LMS functionality currently embedded within the My SmartForce platform and looks at how these capabilities will be extended over the coming year.

SmartForce has two primary platform offerings: Global LMS and My SmartForce. Depending on your organization's needs one platform may be a better solution than the other. With the assistance of SmartForce's Learning Management team a determination can be arrived at quickly.

Global LMS

- Multi-language needs
- Security issues where Internet is not an option
- Organization has established IT support group
- Customization and integration needs
- Proprietary content requirements

MySmartForce LMS

- Global enterprise implementation needs
- Large audience with many locations
- Small audience with zero IT infrastructures and support staff
- Vertical solutions needs
- Need for a fully hosted solution

Our extensive LMS solution will be examined under the following headings:

- learner capabilities
- administration capabilities
- collaborative features
- content support
- instructor-led training (ILT) functionality
- competency management functionality
- assessments SmartForce specific and customized
- reporting capabilities
- localization
- technologies
- security
- enterprise integration

- scalability
- connectivity
- standards support
- services
- support
- registration

LEARNER CAPABILITIES Via My SmartForce, learners can now

- launch a variety of rich e-Learning content
- easily browse and search for the content that is required (they can do this via an advanced search engine, intuitive views that organize content in different ways, and an online catalog and e-Store)
- have their progress in content tracked automatically and access reports on how they have performed in tests
- carry out pre- and post-assessment tests that allow them to analyze and evaluate their current knowledge of a subject
- view a history of all content previously accessed and request access to additional e-Learning content
- personalize their e-Learning view so that material is tailored to individual interests and aspirations
- access classic content off line
- provide feedback on their experience of online events and participate in sitewide surveys
- receive automatic e-mail notifications that act as reminders for upcoming events

By the end of 2001, learners will be able to:

- access next-generation, third-party, and classic content from an offline environment that reflects the look and feel of My SmartForce
- rate their knowledge of content through a competency management system
- evaluate their experience of ILT sessions via a web-based form

ADMINISTRATION CAPABILITIES

Using our suite of administration tools, administrators can now

- manage individual learners and groups
- create learning paths for individuals and groups
- assign content to individuals and groups
- tightly control the content that learners can access (i.e. it's possible to make specific learners request access to content)

- customize the learner interface by enabling or disabling interface options generate reports on learner progress, performance in specific content, and site trends
- create custom e-Learning paths and generate custom reports
- create custom login and registration pages
- administer specific organizational entities known as sub-orgs

By the end of 2001, administrators will be able to

- enforce pre- and post-requisites so that learners are required to take specific content before and after specific learning paths and objects
- manage internal and external ILT sessions (more in ILT section)
- administer competency management (more in competency management section)

COLLABORATIVE FEATURES

From My SmartForce, learners can now

- access personalized 24x7 mentoring, where qualified experts provide guidance and support on e-Learning content
- join in live and archived seminars, where industry experts discuss up-to-theminute topics via a combination of slides, graphics, audio, and/or video
- participate in live and archived workshops and virtual classroom sessions where experts provide hands-on training
- access Live Help 24x7 chat facility that provides immediate answers to site usage queries
- participate in chats with colleagues and learners from across the globe
- browse through and join in threaded discussions focusing on a variety of IT and business topics

CONTENT SUPPORT

Learners now have access to lessons, seminars, workshops, articles, white papers, case studies, mentored exercises, and a huge variety of practical, skills-based simulations. These rich objects are available as core learning path material and, in some cases, as supplemental e-Learning content. For more detailed information on the full range of IT, business, and interpersonal skills learning objects available from SmartForce, see the document Overview of SmartForce Learning Objects. In 200, ILT content will also be supported in SmartForce learning paths (see below).

ILT FUNCTIONALITY

The ILT solution will encompass the functionality listed below. Please note that these features will be phased in over the coming year.

- Ability to allow both internal and external ILT providers to input/upload class information to My SmartForce
- Ability to allow an ILT provider to schedule sessions for each class offered.
- An automated enrollment process for each session
- An automated approval/confirmation process for each session
- A variety of ILT-specific reports, including detailed and summary reports on group and learner progress, reports on the number of learners enrolled in specific sessions, and reports on weekly ILT activity
- Wait list facilities so that learners can be put on standby in the event of cancellations
- Resource management facilities to facilitate the management of locations and class materials
- Instructor management facilities to facilitate the management of class instructors
- Internal cost center billing facilities

COMPETENCY MANAGEMENT FUNCTIONALITY

The competency management solution on My SmartForce will encompass the functionality listed below. Please note that these features will be phased in over the next three quarters.

- Ability to define competencies, skills, and categories within an organization
- Ability to map specific e-Learning content to competencies
- Ability to map assessments to specific competencies
- · Ability to import a skills dictionary
- A skills rating system that incorporates 360-degree assessment
- A gap-reporting capability that pinpoints individuals[™] specific training requirements
- Ability to browse and search the system for competencies
- Ability to re-certify skill levels at any time

ASSESSMENT

SmartForce e-Learning content currently incorporates

- pre-assessment tests that evaluate the depth of a learner's knowledge before they actually begin the learning process and point the learner to prescriptive learning content
- post-assessment tests that measure the extent to which learners have achieved mastery of the material

- Test Prep facilities that enable the exam-oriented learner to test their knowledge in a simulated certification testing environment
- performance tests that measure and evaluate the learner's ability to successfully complete a specific task (e.g. formatting a document in Microsoft® Word)
- tests that are automatically customized for learning path contentŠif a custom learning path of three learning objects is created, the test will cover only the assessment material applicable to those objects

The above tests employ a variety of question types, including single- and multipleanswer multiple-choice questions, true/false questions, fill-in-the-blank questions, and simulation-based test items. In addition, our customized testing solution now offers the following functionality:

- a fully hosted testing engine
- multiple-choice and true/false test items
- ability to generate customizable reports measuring the success of a testing program
- a client-branded test web site (SmartTest)
- a web-based test authoring tool (SmartQ) that enables organizations to update, translate, and publish customized tests over the Web
- certification-delivery functionality (SureCert) that enables organizations offering certification programs to offer certification testing through any
- authorized test center

In future, the custom testing and the My SmartForce solution will be expanded to support

- drag-and-drop and ordering question types
- adaptive, survey, and beta testing facilities
- weighted, section, adaptive, and test-item type scoring
- psychometric reporting

REPORTING CAPABILITIES

The following report types are currently available from My SmartForce:

- detailed progress reports, which include start and completion dates, test attempts, pass levels, scores, and access counts for each content item undertaken by learners
- summary reports, which provide a graphic summary of learner progress and test results
- mentoring reports, which display information about the mentoring activity undertaken by learners report data includes total and remaining mentored days and chat accesses

- activity reports, which display information about the e-Learning activity of learners or the activity associated with selected content items. e-Learning
- activity data includes the number of learners who have activated a learning module or path, the number of LivePlays, downloads, or assessments that have been initiated, and the number of times learners have accessed the Resources and Description areas.
- site trends reports, which display information about the overall e-Learning activity
 of the organization
- custom learner and content reports, which reference only the objects and data required

Using a Report Wizard, the administrator can also customize the way data is displayed. They can use the wizard to sort data, search for records, display only specific fields, and list data by date range. This wizard also facilitates export of data to a Microsoft® Excel spreadsheet, which can be further manipulated if necessary. Later this year, we plan to extend this exporting capability.

LOCALIZATION

SmartForce's classic e-Learning content has already been translated into ten languages, including French, German, Spanish, Portuguese, Italian, Dutch, Greek, Finnish, Japanese, and Korean. We are now beginning the process of translating our next-generation e3 content for international markets.

TECHNOLOGIES

The SmartForce e-Learning platform is a fully hosted Internet application that incorporates state-of-the-art hosting from Exodus, USi, and MCIWorldCom, database technologies from Microsoft and Oracle, fault-tolerant servers from Compaq, Sun, and Hewlett-Packard, one-to-one web personalization technology from Broadvision, and optimized delivery of content from the Akamai network and a Cisco-powered infrastructure.

SECURITY

Our security precautions include:

- encrypted learner progress and test result data
- encrypted login information (login details are transferred via SSL)
- inside-the-firewall LMS solutions for the ultra-security-conscious client
- a secure FTP server for publication of custom content

ENTERPRISE INTEGRATION

SmartForce enterprise integration currently allows bulk registration of users through several different formats. This currently works on a batch-processing type of system. In 2002, we will commence a project that will allow enterprise integration to be taken to the level of real-time, workflow-oriented integration.

This complete collaboration facility will extend the My SmartForce infrastructure out to corporate customers in a secure and controlled fashion. It will be based on custom

integration around an organization's existing processes, thus allowing a organization's infrastructure integration with My SmartForce to happen in a way that is completely natural.

SCALABILITY

My SmartForce currently employs:

- site-mirroring facilities to facilitate a distributed network architecture
- global load balancing and global failover services
- content server distribution via the Akamai network

CONNECTIVITY

- 56 kb modem support
- Open Database Connectivity (ODBC) support
- data import/export facilities

STANDARDS SUPPORT

My SmartForce currently supports the following industry-standard specifications:

- AICC 3.0
- LRN 2.0
- SCORM 1.0

Over the coming year, we intend to integrate support for QT 1.0, IEEE/LTSC LOM 1.484. 2, and IMS LOM 1.

CLIENT SUPPORT

If clients have a problem with installing or using any SmartForce software, they can resolve the issue by calling on any of the following support services:

- 24x7 chat-based Live Help
- traditional online Help
- global telephone and e-mail support
- · a multimedia introductory site tour
- online training administrator support and resources
- SmartForce's learning manager support organization

REGISTRATION

The following registration options are available on My SmartForce:

- self-registration facilities, whereby learners register to the site themselves
- bulk-registration facilities, whereby an administrator uploads one text file containing all the necessary learner information
- manager/administrator registration facilities

DESIGN TOOLS

The partnership between SmartForce and Macromedia has resulted in close cooperation between the two organizations to ensure that content built in Macromedia's web-based interactive training tool, Coursebuilder for Dreamweaver, will integrate seamlessly with SmartForce.com.

The technology behind this integration is the AICC standard described in Industry Standards. This means that customers will soon be able to use the most popular webpublishing tools in the industry to create customized, interactive courses that include trackable tests. They can then upload the courses as Learning Objects to the My SmartForce site. But that's not all - they will also be able to manage those courses in Learning Paths just like a My SmartForce course, and generate student progress reports that incorporate the results from their custom courses. Customers will have the option of using a Dreamweaver template, which will provide a navigation and user experience similar to existing SmartForce courses.

In addition to Macromedia, SmartForce will continue to examine other third-party tool vendors, and will support such tools where they provide useful functionality to content developers.

PLUG-INS

We use a variety of media (text, graphics, animation, audio, and video) and technologies (HTML, Flash, Dreamweaver, Director, WebEx, NetPodium) to present instruction to the learner. Using a wide mix of media and technologies means that it is possible to select the best method of presenting the content to the learner — depending on the nature of the content, the learning preference of the user, and the technological limitations under which the learning must take place.

Courses Tab		
Liveplay Courses	C++ Player Java DHTML	4MB player (port 80) need Java enabled (port 80) (port 80)
Download Courses	course	lloads, and appropriate disk space per se in size, download is C++ player only)
New content architecture (including simulations)	Browser must be Jamacromedia® Flash Macromedia Shocky Windows Media Pla Player G2 or later 56 Kbps or faster content Sound capability	va-enabled TM 4.0 plugin required vave® for Director 8.0 required yer version 6 or later, or RealAudio onnection required for multimedia
Mentoring	One of the Chat por ports if using Labs v	ts listed above, and the appropriate Lab with Mentoring
Learning Path Tools	General site access	- no special requirements

FastTrack Test Prep	General site access – no special requirements
Organization Resources	General site access – no special requirements
Administration	Authorization set up thru SmartForce
Event Center Tab	Macromedia Flash is used for the info. Banner when you enter this area
Auditorium	Windows Media Player 6.x (port 1755), or Real Audio player (port 554) Live SmartSeminars from Intervue – use 8080 and 8000) (requires min. of 27K bandwidth for audio only, 49K bandwidth for video)
The Vault	Windows Media Player (port 80), or Real Audio player (RA requires port 554)
Meeting Rooms	Uses WebEx® technology, loads a plug-in, cookies must be enabled.
Community Tab	
Open Forums	One of the Chat ports listed above
Threaded Discussions	General site access – no special requirements (cookies must be enabled)
Make a Contribution	General site access – no special requirements
Library Tab	
News, Articles, Books	Adobe Acrobat Reader required for any PDF content
Resources Tab	
Trainer Resources	Adobe Acrobat Reader required for any PDF content
Support	General site access – Chat room requires chat port as listed above.
Catalog, Downloads, Calendar and Credentials	General site access – no special requirements

HOSTING

SmartForce is in compliance with the current industry standard for the Aviation Industry CBT Committee (AICC). AICC is an open forum of training professionals that develops guidelines for interoperable learning technology. Any application that is AICC compliant will be able to successfully launch and track SmartForce content.

During the past five years, the AICC's Computer-Managed Instruction (CMI) specification has become established as the most comprehensive CMI specification supported by products and in global operational use. The AICC has submitted its CMI

specification to the IEEE LTSC for standardization. AICC CMI defines the tracking data exchanged between management systems and interactive lessons. It also defines an interchange format for course structure, so that entire courses can be exchanged between management systems made by different vendors.

TRACKING

AICC CMI defines a data model for exchanging information between the lesson and the LMS. It also defines three methods of communication between the lesson and the LMS:

- file-based specification for LAN-based CMI systems
- HTTP-based specification for web-based CMI systems
- JavaScript API-based specification for web-based CMI systems
- The CMI data model is common to all three tracking methods, but some data elements change slightly depending on the method used.

3RD PARTY HOSTING

SmartForce is in compliance with the current industry standard for the Aviation Industry CBT Committee (AICC). AICC is an open forum of training professionals that develops guidelines for interoperable learning technology. Any application that is AICC compliant will be able to successfully launch and track SmartForce content

Support and Security

If clients have a problem with installing or using any SmartForce software, they can resolve the issue by calling on any of the following support services:

- 24x7 chat-based Live Help
- · traditional online Help
- global telephone and e-mail support
- a multimedia introductory site tour
- online training administrator support and resources
- SmartForce's learning manager support organization

SmartForce provides Technical Support via telephone Monday through Friday in the USA from 4am to 9pm eastern, in Europe 9am to 6pm and in Australia 8:30am to 5:30pm. We will provide 24x7x365 globally by end of 4th quarter 2001. SmartForce provides Technical Support via Live Help Chat 24x7x365 globally.

SmartForce also provides live, online training for administrators via WebEx®, along with resource documentation and user manuals. A schedule is available from your Learning Manager for this ongoing training. Introductory information for students is available on the MySmartForce site from the Multimedia Introductory Site Tour.

SERVICE LEVEL AGREEMENT

Our technical support staff can handle course problems and issues in the following manners:

FAQ's: Our list of FAQs answers many of the common questions about e-Learning. So if you've got a query regarding your e-Learning experience, the answer is probably here.

Knowledge Base: The Knowledge Base provides even more detailed information. Use our powerful search engine to carry out a full text search and locate the precise information you're looking for.

Live Help via Chat: To access personalized help on any aspect of the site, try the 24-hour Live Help feature. Here you can join a continually monitored chat facility.

Site Help: The Site Help area provides assistance with some of the common tasks and activities on the site, highlighting the areas you're most likely to visit. A comprehensive index allows you to locate topics of particular interest.

Email Support: Of course, if you'd prefer to e-mail a support query then feel free to contact us at any time. That's why we're here!

ACCESSIBILITY

Since early last year, SmartForce has been working hard to make its products compliant with Section 508 of the US Rehabilitation Act. Working closely with the accessibility experts of the Optavia Corporation, we now implement accessibility reviews at all stages of the development cycle. This portion of the proposal describes the accessibility progress that has been achieved so far and outlines what we are doing to make our e-Learning solutions available to the widest possible audience.

SUCCESSES TO DATE

Through our accessibility conformance process, we have already achieved a number of important successes.

Corporate site

Our corporate web site (www.smartforce.com) was redesigned to conform to Section 508 legislation and Web Accessibility Initiative (WAI) guidelines. It now incorporates text equivalents for nontext elements, consistent use of style sheets to aid formatting recognition by screen readers and browsers, tab navigation facilities, and accessibility-ready HTML.

Learning object demonstration

At our US Perspectives user conference in April, a sample accessibility-oriented learning object was demonstrated. During this presentation, keyboard-centric navigation and nontextual descriptions were highlighted from an accessibility perspective. Most challenging of all, an accessible version of a drag-and-drop exercise was shown. The feedback from this demonstration was extremely positive and customers are following our accessibility progress with keen interest.

Development staff training

Throughout the organization, the accessibility project has involved comprehensive awareness-raising and training to ensure that all development staff have the skills required to make our solutions accessible. Our early start in addressing accessibility issues has enabled us to develop content and platform solutions that have accessibility built in from the outset, ensuring the best possible user experience for the widest audience.

ONGOING DEVELOPMENTS

Making My SmartForce accessible

My SmartForce is a sophisticated platform that consists of a large number of web pages, functional areas, and technologies, all of which must be made accessible. Work to make the pages themselves accessible is an ongoing process, as is the redevelopment of existing functional areas. All new platform projects have accessibility designed in from the outset. One area that is significantly benefiting from this is the next generation of our e-Learning zone. In parallel with these developments, we are making significant progress on providing accessible versions

of the different content object types.

Making SmartForce content accessible

The new SmartForce learning object architecture is widely acclaimed as the best online learning experience currently available. But with a vast array of object types, the challenge of changing our content production processes to incorporate accessibility has been considerable.

 We are developing accessible versions of our most common rich object type, the interactive graphical object (lesson).

Accessibility development of simulation objects is ongoing.

 To achieve these advances we are changing our production methodologies, and also utilizing Macromedia's® development suite (from the end of this

year these object types will require the Flash™ 5/Director® 8 plugin).

 Accessible versions of the simpler learning objects, such as noninteractive text objects and articles, will begin production in Q3, 2001.

 Also in Q3, our custom content publishing template will be made accessible, enabling customers to produce their own accessible content.

Transcripts of seminars and workshop events will be provided, starting with a core subset in July.

Runtime technologies

It is vital that not only should content be accessible, but that the corresponding runtime technologies should be also. A significant amount of work has already gone into making the runtimes accessible:

 a new, accessible version of the Java applet will be released in Q3, 2001, which will make available over 2000 classic format courses to users who need the accessibility extensions

 for the new e3 content, a large part of the frameset and the navigation elements has already been made accessible, and development is ongoing

 Adobe® Acrobat® 5.0 will be used for producing accessible white papers and articles

 SmartForce has modified its seminar technology to incorporate a "closed captioning" accessibility feature (currently being reviewed by Optavia)

Other solutions

In the intranet space, the deployment products SmartForce™ Global LMS, SmartForce Campus, and SmartForce Web are currently being made accessible. The equivalent work for the administrator's user experience will be ongoing.

CLIENT REQUIREMENTS

In order to experience the accessibility features now being built in to SmartForce content and platforms, clients will need the following:

- Macromedia's Flash 5 and Shockwave 8 plugins
- § Java-enabled browser

§ Microsoft® Internet Explorer 4.01 SP 2 or higher

In addition, the JAWS 3.7 screen reader application is recommended. For interactive graphical and software simulation objects we recommend that this application is used with Internet Explorer 5.5.

Registration

User access is controlled by a username and password convention.

To log on as a corporate user:

Enter www.smartforce.com/corporate in your browser 's address field. This brings you to the My SmartForce Login page.

Type your e-mail address and password in the fields provided and click the Log On button.

Administration

The e-Learning Administration area enables you to manage and control your organization's training. The administration area is divided into four studios: Control, Report, User Interface (UI), and Approval.

In the Control Studio, you can manage your students, groups, and content assignments. In the Report Studio, you can generate reports based on the progress and activity of your students.

In the UI Studio, you can customize the My SmartForce interface to suit your organization's training needs.

In the Approval Studio, you can approve/reject the content and registration requests submitted by your students.

Security Controls

Every organization disseminating information over the Web needs to be sure that that information is secure. When using the Internet, organizations have to be confident that outsiders cannot access, corrupt, or change internal information. They need to be sure that people logging on to their system are indeed who they say they are. And, if they are giving information to a third party, they need guarantees that it won't be passed on elsewhere.

Throughout the development of My SmartForce, we have implemented security measures to address all the above concerns.

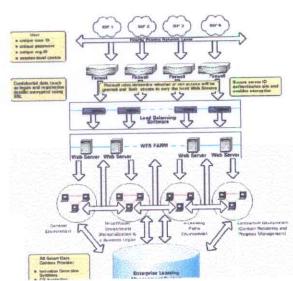


Fig. 3 - SmartForce Security Infrastructure

My SMARTFORCE SECURITY INFRASTRUCTURE

On the application side, these include the use of public key encryption, unique user and organizational credentials, and authentication safeguards. At the centers where My SmartForce is hosted, numerous security precautions are taken to ensure maximum security. These include firewall protection, intrusion detection, and ongoing security assessments. Stringent physical security procedures are also used. This entire system is described in detail in the section "Overview of site security" below.

OVERVIEW OF SITE SECURITY

SmartForce is implementing a complex, high-availability web hosting solution to deliver My SmartForce. This system is comprised of BroadVision and Microsoft® components providing user logon authentication, content personalization, course access, mentoring, and other facilities. The security measures employed can be divided into application-specific measures and those that are relevant to the hosting environment.

APPLICATION-SPECIFIC SECURITY MEASURES

Public Key Encryption

All confidential information—logon and registration credentials, for example—transmitted over the Internet from the client browser is protected using public key encryption. This guarantees the authenticity of the My SmartForce site to the user and allows data to be encrypted over a secure connection. Secure Sockets Layer (SSL) is the default encryption protocol employed by My SmartForce, although the site will be able to support others, depending on individual customer needs.

Unique Credentials

Each organization using My SmartForce has a unique ID, known as an Organization ID. Additionally, to prevent two or more people trying to log on with the same ID, each user has a unique user ID—their e-mail address. Each user must also create their own password. Both the user's e-mail address and password are required for logon unless the user chooses to log on as a guest, in which case no user or organization details are entered.

Authentication Safeguards

Once their logon is authenticated, the user is given an encrypted session ID. The user's IP address is masked and used to further identify the visitor. BroadVision's software processes all this information in an internal algorithm that verifies the user's authenticity.

Additionally, by placing a session-level cookie on the user's machine, this session/authentication information can be passed back and forth without using a URL string. The cookie can be set to delete after a short period of time and will be visible only to the BroadVision domain that created it.

HOSTING-SPECIFIC SECURITY MEASURES

Firewall protection

SmartForce servers and databases are placed behind dedicated firewalls. These firewalls employ security policies and rules that provide perimeter security, access control, and antispoofing measures. This firewall implementation consists of Check Point™ firewall software (which employs the stateful inspection technique) running on highly optimized Nokia® network appliances.

Intrusion Detection Systems

Each server's pod configuration contains Intrusion Detection Systems (IDSs). IDSs recognize misuse patterns by evaluating suspicious activity that occurs on the network. Through event aggregation, they can identify seemingly unrelated activities that are actually indicative of something more significant.

24x7 monitoring systems capture information and alarms generated from the IDS and firewall logs. Security personnel from the data center's operations team monitor the system 24 hours a day to respond to security alerts. Upon a detected, suspected, or reported security breach, the Security Operations Center and the EMC work together to split security-related events into two general areas: denial of service (DOS) attacks network attacks

If the attack is diagnosed as a limited probe, the event will simply be logged. If the attack is an all-out lengthy attack, the response will be to contact the originating ISP, stop the attack, increase defenses, change packet filter rules, and, if necessary, carry out a variety of other measures.

Security Administration

At each Smart Data Center, risk mitigation teams continuously perform internal security assessments. By conducting penetration testing, vulnerability analysis, and threat analysis, they can identify potential weaknesses in our security architecture. The information gathered from these activities is used to ensure that the architecture is strong and to remedy any problems discovered. In addition, we employ external organizations to perform security assessments. These third-party validations ensure that solid security practices and policies are in place.

OPERATING SYSTEM HARDENING

Operating system hardening means configuring an operating system so that the number of avenues through which an unauthorized individual may attack the system is limited. Removing or disabling as many of the operating system's services and functions as

possible accomplishes this. In addition, known "holes" or security vulnerabilities identified by security notification organizations (such as CERT/Computer Emergency Response Team and ntbugtraq.com), vendors, and other advisory organizations are patched.

These precautions make it more difficult for hackers to gain access to, or disable, a system. Smart Data Center security personnel monitor authoritative security resources and "underground" sites for the latest operating system and application vulnerabilities, as well as hacker trends.

PHYSICAL SECURITY MEASURES

Physical security involves controlling, monitoring, and recording the access of individuals to facilities where servers and other equipment reside. To protect customer data as fully as possible, the following physical security procedures are in place:

biometric hand reader or retinal authorization is required for data center access—this data is retained for six months

limits are placed on individuals who are given access to the data center and computer rooms where equipment is located

all employees are given special IDs, which are required for admittance into the data center facilities. All non-data-center employees requiring access must be signed in by a data center employee, wear a Visitor ID badge, and be escorted by a data center employee at all times. A written record of the identities of all visiting non-data-center personnel is kept along with time and date information.

security guards are present 24 hours a day, 7 days a week, 365 days a year to verify IDs and protect against other unanticipated problems

video surveillance cameras are located at strategic locations throughout Enterprise Data Centers and corporate offices—this data is retained for 7 days

all server cabinets in data centers are locked—cabinet keys are available only from authorized data center personnel

Information Collection Policy

SmartForce does not sell or distribute customer information. The information-gathering and information-dissemination practices of the organization are outlined in the table below.

Information collected Use:

E-mail addresses act as unique user IDs, so they are essential for logon purposes and for content personalization.

<u>Visitor IP addresses</u> are used to help diagnose problems with My SmartForce servers and to administer the site. Visitor IP addresses are also used to gather demographic information.

<u>Cookies</u> are used to manage visitor purchases, deliver content specific to visitor interests, track user sessions, and save passwords (so users don't have to re-enter them each time they enter the site).

<u>User profile details</u> are collected in order to direct individuals toward the dynamic content (news, articles, chats, discussions, seminars, and so on) of particular interest. <u>Order form details</u> enables customers to request information, products, and services from My SmartForce. Visitor contact information is used to send orders and information about My SmartForce to our customers. Financial information is collected to bill users for products and services.

Online survey details My SmartForce online surveys ask visitors for contact information (such as e-mail addresses). The customer's contact information is used to contact the visitor when necessary. Users may choose to discontinue future mailings.

Contest details My SmartForce runs contests in which users are asked for contact information (such as e-mail addresses). This information is used to contact users when necessary. Users may choose to discontinue future mailings.

<u>Public forum information</u> Any information disclosed in chat rooms, discussions, message boards, and forums become public information. Users are advised to always exercise caution when deciding to disclose personal information.

Withholding information My SmartForce provides users with the ability to withhold personal information and to discontinue communications from My SmartForce and its subsidiaries. My SmartForce also gives users the option of removing personal information from its database in order to cancel future communications or to cancel service.

Correcting and updating information My SmartForce also gives users options for changing and modifying the contact and personal information they have provided.

E-STORE SECURITY

By default, the e-Store uses SSL security in communications from the user to the servers at all Smart Data Centers. This security system involves the use of a secure certificate, which authenticates the My SmartForce site to the user, while the SSL protocol encrypts the traffic from the user's browser to the server. The BroadVision servers in all Smart Data Centers communicate with a Microsoft® Windows NT® server running A\$PCharge. This ASP object works in conjunction with Microsoft® Internet Information Server and the CyberSource® credit clearing house to allow the collection of payments from consumers over the Internet and real-time software delivery. (Further information on CyberSource security can be found at http://www.cybersource.com/technology/security.html.)

SECURITY FAQS

1. What would it take to hack an organization-specific chat?

Organization-specific (private) chats are not published. Chat channel names are not displayed, so identifying the chat channel is not possible. My SmartForce chats can be

accessed only from within My SmartForce and data transmitted during the chat is encrypted using SSL or whichever encryption protocol is preferred.

- If cookies are not allowed in an organization, what are the implications?
 Cookies are not required for access to My SmartForce, but are highly recommended in order to display personalized content.
- 3. Are session IDs used? Session IDs are used to track each user in My SmartForce. To use session IDs, cookies must be enabled. With the BroadVision implementation, cookies allow session and authentication information to be passed back and forth without using a URL string.
- Can aliases be used for chats and discussion groups?
 Aliases cannot be used in the chats or discussion groups. This prevents member misrepresentation within the e-Learning community.
- 5. During logon, is the transmission of the user ID and password secure? Yes, the transmission of these credentials is protected by SSL (or another preferred encryption mechanism).
- Is the admin connection secure?
 Logon and password protect access to the administration area. Each page in the administration area uses SSL (or another preferred encryption mechanism).
- 7. Does the site go through any third-party security audits?
 Our hosting facilities employ external organizations to perform security assessments and ensure that solid security practices and policies are in place. These assessments are carried out on a regular basis.
- 8. How secure are discussion groups?
 Content transmitted through discussion groups can be encrypted using SSL or another preferred encryption mechanism. Discussion groups are accessible only from within My SmartForce and do not allow a discussion group client program access to the content. It is not recommended that sensitive information be posted to a public discussion group.

Backup and Recovery

Moving from an Intranet to the Internet creates a shift from an internally controlled network to one that is worldwide and has external dependencies. Organizations moving to a hosted solution for applications or training must be confident that the provider is able to meet their network requirements and has the capacity to

THE MY SMARTFORCE GLOBAL NETWORK



Fig. 4 - SmartForce Global Network

serve their audience.

This description details the network design of My SmartForce and explains how it delivers world-class e-Learning solutions to our customers. It describes the steps taken to ensure reliable network availability and optimum response time around the world. SmartForce's philosophy is to provide maximum availability and redundancy by delivering a truly global infrastructure where no component is a single point of failure. My SmartForce traffic is distributed globally to the Smart Data Center closest to the audience while the content is distributed locally through a network of specialized servers located throughout the Internet

CO-LOCATION FACILITIES

For SmartForce and its customers, My SmartForce is a mission-critical application. This means that we require mission-critical support services from our co-location partners. SmartForce also requires that the network design enables users to access highly sensitive information over public data networks with performance that approaches locally stored data on their LANs. SmartForce has chosen only tier-one co-location providers such as USi, Exodus and MCI to participate in our global network. Within this network there are several physical sites that serve both to load-balance incoming requests and protect data against catastrophe. For the purposes of this document, we will refer to these sites as Smart Data Centers. These centers are currently located in San Francisco, Baltimore, and Dublin, Ireland. The My SmartForce global network also utilizes the Akamai network to optimize the delivery of content (especially rich content) to the end-user.

SMART DATA CENTER NETWORK ARCHITECTURE

The Smart Data Center network architecture was designed exclusively for web-enabled applications. Using a Cisco Powered Network™ infrastructure, the Smart Data Center connects to the Internet backbones of North America, Europe, and Asia, and features the highest performance, reliability, and security available with today's technology. The Smart Data Center network architecture responds to complex web-driven challenges with three key strategies:

- It increases Internet performance by avoiding congested public exchange points
- It segments network and server facilities into separate private and public areas
- It provides protection from any single mode of failure in all network and server elements

These design strategies result in a network architecture that differs dramatically from traditional Internet service provider (ISP) networks, which cannot meet the security and performance requirements demanded by complex web solutions. This architecture delivers superior security, performance, and availability by leveraging ISP backbone capabilities and creating economies of scale with larger regional data centers.

Network and Server Facilities

Each Smart Data Center has high-speed access to the major Internet backbones, with the highest level of redundancy and security. Each center has best-of-breed network hardware, and each server is monitored so that 80 percent of capacity is never exceeded. Integral components of each data center facility include:

 Level 3 physical security, which provides a high degree of protection from acts of terrorism, natural disaster, and industrial espionage

Battery and diesel-generated electrical backup power, which guarantees uninterrupted operation

 Dedicated and separate public Internet and private access areas for server and network equipment

Co-carrier Frame Relay and ATM backbone connections to other data centers

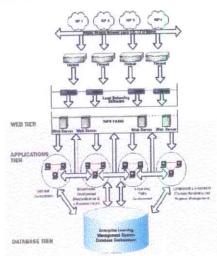
Protection from failure

Unlike basic web browsing, business-critical applications must not go down. That's why so much redundancy is built into the Smart Data Center networks. Routers, switches, firewalls, servers, facilities infrastructure, and telecommunications circuits are all deployed with backup components to maximize redundancy. Internet peering (direct, dedicated connections between service providers) offers different paths for the data center backbone. My SmartForce also employs disaster recovery mirroring. This means that each Smart Data Center is duplicated at a different geographic location, which prevents downtime in the event of failure at the primary location.

GLOBAL TRAFFIC DISTRIBUTION

Global Load Balancing

Global load balancing essentially means the geographic distribution of incoming traffic based on locality and availability. Load-balancing software uses algorithms to examine incoming requests, identifying their origin and determining the number of hops needed to access any given Smart Data Center. The requests are then routed to the most appropriate data center, thus ensuring optimum performance.



Load Balancing within a Smart Data Center

Fig. 5 - SmartForce Load Balancing

SmartForce is the leading provider of e-Learning solutions; therefore we have designed our Smart Data Centers to allow for future demand. All tiers of the network systems have built-in redundancy and failover, and allow horizontal scaling of systems and services. The SmartForce Operations Group monitors traffic and plans capacity. In the event that demand increases to a point where we predict a bottleneck in any of our key systems, we can easily add servers to our web server farm to further distribute the load.

GLOBAL CONTENT DISTRIBUTION

AKAMAI

SmartForce has partnered with Akamai Technologies to distribute content from Smart Data Centers throughout the Akamai network using Akamai's FreeFlow technology. Akamai servers are distributed throughout the world so that they are geographically close to end-users.

COUNTRIES WITH AKAMAI SERVICES

Countries with Akamai services Listing supplied by Akamai Technologies, Inc.

Argentina	Hong Kong	Pakistan
Australia	Hungary	Panama
Belgium	Iceland	Peru
Bolivia	India	Philippines
Brazil	Indonesia	Poland
Bulgaria	Ireland	Portugal
Canada	Israel	Qatar
Chile	Italy	Singapore
China	Japan	South Africa
Colombia	Kenya	Spain
Czech Republic	Korea	Sri Lanka
Denmark	Latvia	Sweden
Egypt	Malaysia	Switzerland
England	Malta	Taiwan
Finland	Mexico	Thailand
France	Netherlands	Turkey
Germany	New Zealand	Venezuela
Greece	Norway	

Utilizing sophisticated algorithms developed by MIT researchers, FreeFlow continuously monitors Internet conditions and determines the best delivery route and optimal "edge server" for each Web site request.

When a piece of content or object which has been tagged for "Akamaization" is requested from the My SmartForce site, the Akamai network delivers the object within the page to the user and also to a local Akamai server. The next time a user in close proximity to that Akamai server requests the same content, it will be served up directly from the local server rather than being pulled from a Smart Data

Fig. 6 – Internet Content Delivery

Center. The net result is that there is less load on the My SmartForce site itself, and the user receives the content through the fastest route available across the Internet.

SYSTEMS ASSURANCE

SmartForce Operations employ a variety of measures to ensure that each of our Smart Data Centers is performing optimally. SmartForce Operations and co-location staff to identify server or network problems use sNMP-based tools such as Topaz, Tivoli and HP Openview. In addition, SmartForce staffs its Systems Assurance Group on a 24x7 basis to continuously monitor the infrastructure from our control center in Dublin, Ireland.

SUMMARY

SmartForce has expended considerable effort and expense to ensure that My SmartForce provides the best possible hosted user experience through a truly global infrastructure where traffic and capacity is distributed across the Internet. For the enduser, this means a responsive and engaging learning environment that is available whenever and wherever required. For the enterprise, it means a highly secure training solution that uses state-of-the-art technology to ensure maximum levels of availability and performance, whatever the Internet traffic conditions.

My SmartForce has the capacity, network reliability and data security in place to make e-Learning a successful part of your organization.

LAN Logon

The answer to this question is determined solely on the solution the Virginia Department of Information Technology selects. If SmartForce hosts the solution than no LAN logon is required. If the Virginia Department of Information Technology hosts the solution additional research is required to determine the organization's network architecture.

Security Vulnerabilities

SmartForce has taken great measures to ensure the security and integrity of the My SmartForce Platform and its content. At this time there are not any known security vulnerabilities.

III Services: The Global Services Group

SmartForce offers a wide range of services and tools to support customization of our e-Learning solution. For example, clients can include their logo on My SmartForce, insert custom links, change the general look and feel, create their own URL, and customize reports. Clients can also create their own content (including assessments) and have it hosted on My SmartForce, using tools and documentation that we provide. If the client prefers to outsource the Custom Content Publishing process, they can contract with SmartForce to have the work done for them.

SmartForce Global Services works with you to accelerate and optimize e-Learning within your organization. These are a few of the services we offer.

E-LEARNING STRATEGY

Our e-Learning experts help you map out applications and quickly implement e-Learning solutions. We work with you to create:

- e-Learning readiness assessments
- e-Learning technical infrastructure evaluations
- e-Learning curriculum plans/maps
- Learning Management System evaluations

CUSTOM LEARNING OBJECTS

With SmartForce Global Services you can transform instructor-led training into e-Learning and create new e-Learning programs. You can also combine custom content and SmartForce learning objects with custom learning paths. SmartForce allows you to organize and customize the following learning objects to fit your needs:

- Web-based training
- SmartSeminars
- Simulations
- Mentoring
- Assessments

PLATFORM IMPLEMENTATION AND CUSTOMIZATION

You can customize the My SmartForce platform to make your site look, feel, and function based on your specific needs. The process is easy and requires only a few simple steps, including the functional and technical scoping of the site, site construction, and testing.

SYSTEMS INTEGRATION

SmartForce lets you seamlessly integrate the My SmartForce platform with existing systems, including HRIS, PeopleSoft, Siebel, SAP, or other LMS systems.

E-TESTING

SmartForce's suite of e-Testing products allows you to securely perform the following tasks:

- Create and publish customized tests covering mission-critical business knowledge
- Administer tests over the Internet
- Track and process test results
- Generate management reports

LMS SOLUTIONS

The SmartForce Global LMS gives you power over learning and knowledge management across the enterprise, thereby enhancing market readiness, employee competence, employee alignment with business objectives, regulatory compliance, and staff-retention. SmartForce Global LMS offers:

- User and record tracking and management
- Coordination with instructor-led training
- Competency, curriculum, and content management
- The ability to manage multiple time zones, currencies, and tax rates

EXTEND ENTERPRISE E-LEARNING

SmartForce extends the training experience to your customers, partners ,and the rest of your supply chain by offering them the same e-Learning services available to you. And a smarter customer is a more valuable customer. Their success is your success.

CREATE AN ENTERPRISE UNIVERSITY

Because SmartForce e-Learning runs on a scalable and secure platform, we can easily extend the benefits to every aspect of your business. Even if you need to train thousands of learners in multiple locations, SmartForce's Global Services Group helps you identify how e-Learning is best used to cross-train all employees in your organization and expand into an enterprise-wide training solution.

ADDRESS TODAY'S HOTTEST BUSINESS ISSUES

Using SmartForce's e-Business Portfolio, the Global Services Group brings you up to speed in areas such as e-marketing, human resources, e-finance, and e-strategy as they apply in the Internet economy. This includes advanced technology in key business areas such as e-CRM, e-PRM, knowledge management, order management, and e-procurement.

Evaluation

An online tour of MySmartForce created in Flash™, is available here: http://www.smartforce.com/corp/marketing/whatis/15 tour text.htm
Self registration for sample courses is also available here:
http://www.smartforce.com/

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SmartForce	Microsoft Windows 2000 - Update: New Features and Architecture	MW236SE
SmartForce	Microsoft Windows 2000 - Update: Installation and Upgrade	MW237SE
SmartForce	Microsoft Windows 2000 - Update: The Active Directory	MW238SE
SmartForce	Microsoft Windows 2000 - Update: Configuration	MW2398E
SmartForce	Microsoft Windows 2000 - Update: Network Protocols and Services	MW2408E
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	SmartForce	Working with Documents in Word 2002	OXPW0200
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	SmartForce	Microsoft Office XP: Common Features Across Office	e Applications
	SmartForce	Common Features in Microsoft Office XP	OFCF0100
	SmartForce		
	SmartForce	Microsoft Office XP: New Features for Advanced Us	ers
	SmartForce	Office XP for the Advanced User	OFAU0100
	Smartroice	Ourse Vs. lot me whashned nous	
	SmartForce	Microsoft Office XP: New Features for End-Users	
	SmartForce	New and Enhanced Features for End-Users in Office XP	OFEU0100
	Smartroice	New and Ennanced Peasures for End-Users in Crice Ar-	01 200 110
	SmartForce	Microsoft Office XP: New Office-wide Features	
	A STATE OF THE PARTY OF THE PAR		OFFC0100
	SmartForce	New Features Review	OFF CO TOD
	2200-122-0000		
	SmartForce	Microsoft Visio 2000: Getting Started	
	SmartForce	Getting Started with Visio 2080	MVIS0100
		Pro September Company and Market Land	
	SmartForce	Microsoft Visio 2000: Up and Running	
	SmartForce	Up and Running with Visio 2000	MSVS0100
l		\$ 5 ESS 5	
i	SmartForce	Microsoft Works 6.0: Introducing Works	000000000000000000000000000000000000000
i	SmartForce	Getting Started with Works 6.0	MWW1W0100
l			
	SmartForce	Microsoft .NET for Developers	
l	SmartForce	Introducing Microsoft NET	MNET0100
	SmartForce	Money Market Funds	
	SmartForce	Money Market Funds	SMMM0100
	SmartForce	Negotiating for a Positive Outcome	
	SmartForce	Negotiation Skills	IPNP0100
	SmartForce	The desirement of the second	
	SmartForce	Netscape 6 - Getting Started	
	SmartForce	Introduction to Netscape 6	NETS0100
	SmartForce	Introduction to vesticape o	
	martForce	Networking and Internetworking	
	artForce	Networking Essentials	EBO3NFE
			EB04ITE
	martForce	Internetworking Technologies	10117-1111-0
	SmartForce	O F. I F d	
	SmartForce	Open-End Funds	SMOF0100
	SmartForce	Open-End Funds	3407373
	SmartForce	20 10 1 10 10 10 W 10 W 10 W 10 W 1	
	SmartForce	Participating in Project Teams	(10000400)
	SmartForce	Working in Project Teams	IPPP0100
	SmartForce		
	SmartForce	Performance Management	100000000000000000000000000000000000000
	SmartForce	Handling Employee Performance	PERM0100
	SmartForce		
l	SmartForce	Personal Auto Insurance	102,000
	SmartForce	Personal Auto Insurance	SMPA0100
l	SmartForce		
l	SmartForce	Personal Workplace Issues	100 100 100 100 100
l	SmartForce	Taking Action on Sensitive Issues	PWIS0100
	SmartForce	Quicken 2001	
l	SmartForce	Getting Started with Quicken 2001	QUKN0100
l	SmartForce		
l	SmartForce	Real Estate Loans	
l	SmartForce	Real Estate Loans	SMRL0100
l	SmartForce		
l	SmartForce	Reinsurance	
l	SmartForce	Reinsurance	SMRE0100
l	SmartForce		
	SmartForce	Stopping Sexual Harassment: Guidelines for Empl	oyees
	SmartForce	Sexual Harassment in the Workplace	SSHE0100
	SmartForce	CONSTRUCTION IN THE PROPERTY OF THE PROPERTY O	
	SmartForce	Stopping Sexual Harassment: Guidelines for Super	visors
	SmartForce	Sexual Harassment in the Workplace	SSHX0100
l	SmartForce	THE THE WILLIAM WILLIAM STATES AND STATES AN	
l	SmartForce	Supervising Difficult Employees	
l	SmartForce	Difficult Behavior	SDBS0100
l	SmartForce	Skills for Coping with Difficult Behavior	SDBS0200
l		Skills for e-obeid with rathlenn panisher.	
i	SmartForce	Watter In Information Effectively	
	SmartForce	Taking In Information Effectively	IPTI0100
	`martForce	Processing and Comprehending Information	H. LINETHON
	martForce		
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SmartForce	The E-business Revolution		
SmartForce	Understanding the E-business Revolution	EB21BRE	
artForce	E-strategy	EB22ESE	
artForce	Implementing an E-strategy	EB23ISE	
SmartForce	Integrated Business Applications	EB24BAE	
SmartForce			
SmartForce	Thinking Creatively		
SmartForce	Creative Thinking	IPTC0100	
SmartForce			
SmartForce	Turning Problems into Opportunities		
SmartForce	Problem-solving	IPTP0100	
SmartForce			
SmartForce	Workers' Compensation/Employers' Liability	Insurance	
SmartForce	Workers' Compensation/Employers' Liability Insurance	SMVVC0100	
SmartForce			
SmartForce	Working with HTML		
SmartForce	HTML Fundamentals	EB05HFE	
SmartForce			
SmartForce	You Be the Judge		
SmartForce	The Legal Side of Interviewing	YBJG0100	

SmartForce State and Local Government

Authorized Price List

Effective Date: 10/1/01 supercedes all previous price lists.

Company name	SmartForce
phone numbersfacsimile	Redwood City CA 94063-4727 650-817-5900, 888-395-0014
Internet address	.http://www.smartforce.com
Tax I.D. DUNS Number Nasdaq Symbol CCR Trading Partner Identification Number (TPIN) DoD CAGE Code SIC NAICS	60-851-6464 SMTF 1998I169104 00SF0

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Personal Use Licenses – Technical - Classic	38
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Basic Pricing Guidelines

Important Requirement:

If you quote/propose a price that falls outside the guidelines herein, you must notify Willard Scott immediately to assure compliance with government disclosures. You must also obtain approval from your manager for any non-standard pricing. This Price List may be distributed (and the footer removed) when required by a government entity for sales purposes.

Scope of use:

All prices shown are for US audience use only. If price quote requires worldwide access, contact Dan Ducz, MLE group for price schedule.

SmartCourses:

A SmartCourse is very different from either a traditional CBT title or what the competition is offering as an "e-Learning" title. It is important that you understand that distinction as it will allow you to sell a solution that is worth far more than the sum of its parts.

A SmartCourse is only truly displayed in MySmartForce, which presents the components of the SmartCourse as a fully integrated, intelligent learning model. We cannot place proper value on SmartCourse components without treating them as a whole. Component integration creates a unique learning value for the customer and is a primary differentiator for us.

SmartCurricula:

Our library can be divided into SmartCurricula. These are the levels at which our traditional buyer will purchase SmartCourses. We will be using SmartCurricula to display our library and as price break points for purchase.

SmartCurricula do not auto update to the next version of a curricula. They are restricted to the curriculum purchased. However, they do entitle the customer to all titles built within the curricula regardless of release dates. For details see SmartCurricula listing.

SmartUnit:

We will price our SmartCurricula by SmartUnits. A SmartUnit is currently equal to a classic title.

Some SmartCurricula are currently priced at a SmartUnit total that is less than the number of individual titles. (The titles in the SmartCurricula form a bundle that costs less than one SmartUnit per title.) This SmartUnit discount is shown on the current Content Order Form posted on SmartForce.net.

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Enterprise Licenses: Pricing includes one non-compressed CD set and one set of compressed software,

if desired. PCM (for LANs) can be supplied at no charge, if applicable. See duplication pricing for additional sets of programs. Number of titles may be

prorated at the time of order.

Program Hosting: Content hosting can be purchased at an extra cost – see SmartForce Standard

Custom Content Hosting in this document. This capability allows customers and SmartForce partners to use our platform and compatible LMS functions for their

own content.

Web Plus hosting service fees are shown on the Administrative Software Term License Pricing page. Note: Web Plus is *not* SmartForce hosting - courseware only.

Multi-year Discount: Where applicable, apply 10% for 2 year agreements, 20% for 3 year agreements,

and 25% for 4 year or longer agreements. Exceptions are shown on specific pages.

Maximum Discounts: Discounts have been deducted - all prices herein are net except for Multi-year

Discount indicated above.

Audience size definition for SAP R/3 programs is based on <u>SAP seats licensed</u> by the organization. Our various libraries should be contracted for as separate line

items. The libraries may be combined for volume pricing considerations.

Swaps/Exchanges: Multi-year clients may swap or exchange their library on the anniversary date at

no charge. Other forms of "swaps" are non-standard and require manager approval. "Free" swaps when made as concessions will be counted as a \$200

discount and will contribute to the maximum discount.

Ordered but unavailable titles are considered "no charge" swaps when they

become available.

Perpetual Licenses: Perpetual license costs are indicated on individual pages throughout this Price List.

Audience limits apply to annual use of perpetual licenses.

Lost/Damaged Replacements: \$200 per title with a statement of such loss or damage.

Education & Resellers: Special pricing applies. Reference the appropriate price lists and/or agreements for

particular terms, conditions and pricing.

Program Availability See Rembrandt and separate lists for programs currently available as well as those

in development.

Government Pricing: A GSA Schedule has been approved for term and perpetual licenses of software to

qualified federal organizations. Other public sector organizations use this special

price list.

SmartUnit Curriculum/Bundle Charges

The current SmartUnit Discounts are shown below. Check the current Content Order Form for the latest additions and possible changes.

Bundle Pricing does not allow temporary "SWAPPING" of titles while waiting for content in development. The discounted price accounts for the delay in courseware release.

Bundles include all titles in the same curricula.

The following are the Classic Content Bundled Curricula and e3 New Generation content SmartUnit values. (I = IT, B = Business Skills, E = End User)

Classic Content Bundles	Audience	SU
Avaya	I	3
C/C++ Programming	I	16
Cisco IOS 11.1: ACRC	I	10
Cisco IOS 11.1: Courses by Protocol	I	17
Cisco IOS 11.1: ICRC	1	8
Cisco IOS 11.3: ACRC	I	8
Cisco IOS 11.3: Courses by Protocol	I	17
Cisco IOS 11.3: ICRC	I	10
Cisco: Building Cisco Multilayer Switching Networks (BCMSN)	1	8
Cisco: Building Cisco Remote Access Networks (BCRAN)	I	8
Cisco: Building Scalable Cisco Networks (BSCN)	I	7
Cisco: Designing Cisco Networks (DCN)	I	5
Cisco: Installation and Maintenance of Cisco Routers (IMCR)	I	8
Cisco: Interconnecting Cisco Network Devices (ICND)	I	11
Cisco: Internetwork Design (CID)	1	6
Cisco: Internetwork Troubleshooting (CIT)	I	6
Cisco: Internetworking Technologies Multimedia (ITM)	I	5
COBOL	1	8
Home User: PC Maintenance	I	6
Home User: Web Power	I	11
IBM DB2 Universal Database	I	10
INFORMIX-OnLine Dynamic Server	I	13
Intel	I	13
Internetworking Essentials	I	11
Internetworking Support	1	5
Java 2	I	10
Java Programming	1	12
LAN Technologies	I	8
Lotus Domino R5 Application Development	1	11
Lotus Domino R5 System Administration	1	15
Lotus Notes 3.x, cc:Mail, SmartSuite	1	10
Lotus Notes Domino 4.5 Application Development	1	3
Lotus Notes Domino 4.5 System Administration	1	6
Lotus Notes Domino 4.5 to 5 Update	I	5
Lotus Notes Release 4 Application Development	I	16
Lotus Notes Release 4 System Administration	I	8

Mainframe	I	8	
Managing Information Systems	1	8	
Microsoft BackOffice Small Business Server	I	3	
Microsoft Exchange Server 5.0	I	7	
Microsoft Exchange Server 5.5	I	12	
Microsoft Internet Explorer 4.0 Administration Kit	I	2	
Microsoft Internet Explorer 5.0 Administration Kit	I	2	
Microsoft Internet Information Server 3.0	I	8	
Microsoft Internet Information Server 4.0	I	9	
Microsoft Networking Essentials	1	12	
Microsoft Office 2000 Solution Development	I	5	
Microsoft Proxy Server	I	4	
Microsoft Solution Architectures	I	4	
Microsoft SQL Server	I	1	
Microsoft Systems Management Server 1.0	ı	9	
Microsoft Systems Management Server 2.0	I	4	
Microsoft TCP/IP on Windows NT 4.0	1	9	
Microsoft Visual Basic 3.0	Ī	1	
Microsoft Visual Basic 4.0	Î	2	
Microsoft Visual Basic 5.0	I	10	
Microsoft Visual Basic 6.0	Ī	13	
Microsoft Visual C++	I	10	
Microsoft Visual InterDev	I	7	
Microsoft Web Development	I	5	
Microsoft Windows 2000	I	25	
Microsoft Windows 2000 Update	I	6	
Microsoft Windows Architecture	I	8	
Microsoft Windows NT 3.5x (Server and Workstation)	I	11	
Microsoft Windows NT 4.0 (Server and Workstation)	I	18	
Microsoft Windows Service and Support	I	20	
Netscape Enterprise Server 3.0	I	4	
Netscape JavaScript	_ I	1	
Netscape LiveWire	I	1	
Network Management and Security	I	4	
Novell BorderManager	I	5	
Novell intraNetWare	I	27	
Novell intraNetWare - Integrating Windows NT and intraNetWare	1	5	
Novell NetWare 3.11	1	5	
Novell NetWare 3.12	- I	15	
Novell NetWare 4.1	1	10	
Novell NetWare 5	I	20	
Novell NetWare Service and Support	<u> </u>	15	
Novell Networking Technologies	I	8	
OOAD with the UML	1	8	
Oracle Developer/2000	I	12	
Oracle Introduction	I	7	
Oracle7 Backup and Recovery	1	4	

Oracle8 Backup and Recovery		-	
Oracle8 Database Administration	I	5	
Oracle8 New Features	I	8	
	I	6	
Oracle8i Backup and Recovery	I	4	
Oracle8i Database Administration	1	7	
Oracle8i Network Administration	I	3	
Oracle8i Performance Tuning	I	4	
PowerBuilder 4.0	I	3	
PowerBuilder 5.0	I	-5	
PowerBuilder 6.0	I	17	
Project Management	I	10	
Routing, Bridging, and Switching	1	5	
SAP R/3 3.0: Basis	I	1	
Systems and Database Design	I	14	
UNIX	I	21	
Web Master	I	3	
Home User: Home and Personal Finance	Е	13	
Home User: Office	Е	14	
Linux	Е	3	
Lotus Notes 3 to 4 Update	Е	5	
Lotus Notes Domino 4.5 End-User	Е	2	
Lotus Notes Domino 4.6 End-User	Е	2	
Lotus Notes R5 End-User	Е	7	
Lotus Notes R5 End-User (Audio)	Е	7	
Lotus Notes Release 4 End-User	Е	3	
Microsoft Exchange 4.0 End-User	E	1	
Microsoft Exchange 5.0 End-User	E	5	
Microsoft Exchange 5.x End-User	E	1	
Microsoft Internet Explorer 3.0 End-User	E	1	
Microsoft Internet Explorer 4.0 End-User	E	5	
Microsoft Internet Explorer 5.0 End-User	E	2	
Microsoft Internet Explorer 5.0 End-User (Audio)	E	1	
Microsoft Office 2000	E	12	
Microsoft Office 2000 (Audio)	E	12	
Microsoft Office 95 and 4.x	E	12	
Microsoft Office 97	E	8	
Microsoft Office 97 (Audio)	E	8	
Microsoft Windows 2000 End-User	E	1	
NetObjects	E	2	
Netscape Communicator 4.0	E	4	
Novell GroupWise	E	1	
SAP R/3 2.2: Project Team	E	7	
SAP R/3 3.0: Project Team Financials	E	8	
SAP R/3 3.0: Project Team Engistics	E	7	
SAP R/3 3.0: Project Team Technical	E	4	
SAP R/3 3.x: Business Processes		24	
	E		
SAP R/3 4.x: Business Processes	E	20	
Activity Based Management - Global Version	В	3	

Banking	В	6	
Budgeting and Financial Management	В	5	
Business Accounting	В	7	
Business Basics	В	4	
Business Finance	В	8	
Business Fundamentals I	В	8	
Business Fundamentals II	В	6	
Business Law and Contracting	В	9	
Business, Government, and Society	В	5	
Consumer Behavior	В	6	
Developing Marketing Strategy	В	7	
Finance for Managers - Financial Fundamentals - Global Version	В	5	
Finance for Managers - Operational Analysis - Global Version	В	5	
Finance for Managers - Strategic Analysis - Global Version	В	4	
Finance for Non-Financial Managers	В	9	
Human Resource Management	В	8	
Information Technology	В	8	
Insurance	В	7	
Intermediate Microeconomics	В	7	
International Currency Management - Global Version	В	3	
Interpersonal Skills	В	14	
Interpreting Financial Statements	В	8	
Introduction to Budgeting - Global Version	В	6	
Investing and Finance	В	5	
Investment Management	В	4	
Labor Relations	В	6	
Leading for Business Results	В	7	
Management	В	9	
Money and Banking	В	4	
Operations Management	В	6	
Organizational Behavior	В	6	
Planning and Managing Business Strategy	В	7	
Problem Solving Using Visual Basic	В	8	
Quantitative Management	В	8	
Statistics	В	7	
The Business of Selling	В	8	
Value Creation - Global Version	В	3	
Working Capital Management - Global Version	В	3	
New Generation Learning Paths	Audience	SU	Hours
E-business			
BroadVision: Introduction to BroadVision	В	1	1
BroadVision: Site Management Tools	В	3	6
BroadVision: The Implementation Guide	В	3	6
Building an E-business	В	7	13
Internet Concepts	В	6	11
Networking and Internetworking	В	6	11
The E-business Revolution	В	7	14

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Working with HTML	В	3	6
Home and Personal			
Microsoft Works 6.0: Introducing Works	Е	2	4
Interpersonal Skills			
But I Don't Have Customers	В	1	1
Dealing with Conflict	В	2	4
Defusing Workplace Violence	В	1	2
Delegating for Results	В	2	4
Everyone Sells	В	2	3
Exceeding your Customers' Expectations	В	2	4
Influencing Others Positively	В	2	4
Interviewing: More Than a Gut Feeling	В	1	2
Legal Issues in Management	В	1	2
Listening Successfully	В	2	4
Making Change Work For You	В	1	2
Making Effective Decisions	В	2	3
Making Meetings Happen	В	2	4
Making Your Time Count	В	2	4
Stopping Sexual Harassment: Guidelines for Employees	В	1	1
Stopping Sexual Harassment: Guidelines for Supervisors	В	1	2
Supervising Difficult Employees	В	2	3
Taking In Information Effectively	В	2	3
Thinking Creatively	В	2	4
Turning Problems Into Opportunities	В	2	3
You Be the Judge	В	1	1
Technology Skills			
Moving to SAP R/3 Release 4.6	1	2	4
Overview of SAP R/3 Release 4.6	I	1	2

Enterprise CBT Pricing for Small Audiences

1 to 1,599 SmartUnits for SmartForce Technical Programs and Business Skills Libraries

Audience	Up to 4 Units	Up to 9 Units	Up to 14 Units	Up to 24 Units	Up to 49 Units	Up to 74 Units	Up to 99 Units
1 - 10	\$752	\$602	\$482	\$386	\$347	\$312	\$265
11 - 15	941	752	602	482	433	390	332
16 - 20	1,058	846	677	542	487	439	373
21 - 30	1,190	952	762	610	548	494	420
31 - 50	1,398	1,119	874	716	644	580	493

Audience	Up to 149 Units	Up to 199 Units	Up to 249 Units	Up to 299 Units	Up to 349 Units	Up to 399 Units	Up to 449 Units
1 - 10	\$225	\$192	\$162	\$146	\$140	\$132	\$125
11 - 15	282	239	203	183	174	165	157
16 - 20	317	270	229	206	196	186	177
21 - 30	356	303	257	232	220	209	199
31 - 50	419	356	303	273	260	246	234

Audience	Up to 499 Units	Up to 549 Units	Up to 599 Units	Up to 649 Units	Up to 699 Units	Up to 799 Units	Up to 899 Units
1 - 10	\$120	\$113	\$107	\$103	\$97	\$92	\$87
11 - 15	149	142	135	128	122	116	109
16 - 20	168	160	152	144	137	130	123
21 - 30	189	180	170	162	154	146	139
31 - 50	222	211	200	190	181	172	163

Audience	Up to 999 Units	Up to 1,099 Units	Up to 1,199 Units	Up to 1,299 Units	Up to 1,399 Units	Up to 1,499 Units	Up to 1,599 Units
1 - 10	\$84	\$79	\$75	\$71	\$67	\$65	\$62
11 - 15	105	99	94	89	85	81	77
16 - 20	117	111	105	101	96	91	86
21 - 30	132	125	119	113	107	102	97
31 - 50	155	147	140	133	126	120	114

Each box shows term license cost per unit per year. The above prices are for US only term license pricing. If price quote requires worldwide access, contact the MLE group for price schedule.

Standard discounts apply for multiyear agreements. Pricing includes one non-compressed CD set and one set of compressed software. See Administrative software pricing and program duplication pricing for other conditions.

Perpetual licenses: One year term license x 2.

E-Learning Enterprise Pricing for Educational Institutions

This pricing is for both e-Learning content and the MySmartForce hosted platform and is available to all faculty, staff and students from educational institutions K-12, Colleges and Universities. This education solution requires online Internet access to resources hosted by SmartForce. E-Learning content is the combination of LivePlay and CBT Content. It has online content and offline capabilities. Pricing is determined by total number of guaranteed students. Mentoring is included and only available to faculty and staff. Implementation fees still apply. Minimum 100 SmartUnits.

100 to 449 SmartUnits

Student Audience	100-149 Units	150-199 Units	200-249 Units	250-299 Units	300-349 Units	350-399 Units	400-449 Units
1001-5000	5.47	6.75	7.97	9.14	10.25	11.30	12.31
5001-10000	3.45	4.30	5.12	5.91	6.65	7.36	8.04
10001 - 15000	2.77	3.48	4.18	4.83	5.46	6.05	6.61
15001-20000	2.43	3.08	3.70	4.29	4.86	5.39	5.90
20001-25000	2.23	2.84	3.42	3.97	4.50	5.00	5.47
25001-30000	2.10	2.67	3.23	3.75	4.26	4.74	5.19
30001-35000	2.00	2.56	3.09	3.60	4.09	4.55	4.99
35001-40000	1.93	2.47	2.99	3.49	3.96	4.41	4.83
40001-45000	1.87	2.40	2.91	3.40	3.86	4.30	4.72
45001-50000	1.82	2.35	2.85	3.32	3.78	4.21	4.62
50001-55000	1.79	2.30	2.79	3.26	3.71	4.14	4.54
55001-60000	1.76	2.27	2.75	3.22	3.66	4.08	4.48
60001-65000	1.73	2.23	2.71	3.17	3.61	4.03	4.42
65001-70000	1.71	2.21	2.68	3.14	3.57	3.99	4.38
70001-75000	1.69	2.18	2.66	3.11	3.54	3.95	4.34
75000-80000	1.67	2.16	2.63	3.08	3.51	3.92	4.30
80001-85000	1.66	2.15	2.61	3.06	3.48	3.89	4.27
85001-90000	1.64	2.13	2.59	3.04	3.46	3.86	4.24
90001-95000	1.63	2.11	2.58	3.02	3.44	3.84	4.22
95001-100000	1.62	2.10	2.56	3.00	3.42	3.82	4.19
100001- 150000	1.55	2.02	2.47	2.89	3.30	3.69	4.05

Note: The customer's entire SmartUnit commitment determines the column you should use. Within that column, determine the SmartUnit cost per Student Audience based on Full Time Enrollment (FTE). That SU cost, **times the total number of students**, determines the annual contract commitment. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

Each box shows term license cost per audience member per year. The above prices are for US only term license pricing. **If price quote requires worldwide access, contact the MLE group for price schedule.** Standard discounts apply for multiyear agreements. For audiences over 150,000, request special quotation. For SmartUnit Library over 900, request special quotation.

E-Learning Enterprise Pricing for Educational Institutions

This pricing is for both e-Learning content and the MySmartForce hosted platform and is available to all faculty, staff and students from educational institutions K-12, Colleges and Universities. This education solution requires online Internet access to resources hosted by SmartForce. E-Learning content is the combination of LivePlay and CBT Content. It has online content and offline capabilities. Pricing is determined by total number of guaranteed students. Mentoring is included and only available to faculty and staff. Implementation fees still apply. Minimum 100 SmartUnits.

450 to 899 SmartUnits

Student Audience	450-499 Units	500-549 Units	550-599 Units	600-649 Units	650-699 Units	700-799 Units	800-899 Units
1001-5000	13.25	14.14	14.98	15.76	16.49	17.78	18.85
5001-10000	8.67	9.27	9.83	10.36	10.85	11.71	12.43
10001 - 15000	7.15	7.65	8.12	8.56	8.97	9.69	10.29
15001-20000	6.38	6.83	7.26	7.66	8.03	8.68	9.22
20001-25000	5.92	6.35	6.74	7.12	7.46	8.07	8.58
25001-30000	5.62	6.02	6.40	6.76	7.08	7.67	8.15
30001-35000	5.40	5.79	6.16	6.50	6.82	7.38	7.85
35001-40000	5.24	5.62	5.97	6.31	6.61	7.16	7.62
40001-45000	5.11	5.48	5.83	6.16	6.46	6.99	7.44
45001-50000	5.01	5.37	5.72	6.04	6.33	6.86	7.30
50001-55000	4.92	5.28	5.62	5.94	6.23	6.75	7.18
55001-60000	4.86	5.21	5.54	5.84	6.14	6.66	7.08
60001-65000	4.80	5.15	5.48	5.79	6.07	6.58	7.00
65001-70000	4.75	5.09	5.42	5.73	6.01	6.51	6.93
70001-75000	4.70	5.05	5.37	5.67	5.96	6.46	6.87
75000-80000	4.66	5.01	5.33	5.63	5.91	6.41	6.82
80001-85000	4.63	4.97	5.29	5.59	5.87	6.36	6.77
85001-90000	4.60	4.94	5.26	5.55	5.83	6.32	6.73
90001-95000	4.57	4.91	5.23	5.52	5.80	6.29	6.69
95001-100000	4.55	4.89	5.20	5.49	5.77	6.25	6.66
100001- 150000	4.40	4.72	5.03	5.31	5.58	6.05	6.44

Note: The customer's entire SmartUnit commitment determines the column you should use. Within that column, determine the SmartUnit cost per Student Audience based on Full Time Enrollment (FTE). That SU cost, **times the total number of students**, determines the annual contract commitment. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

Each box shows term license cost per audience member per year. The above prices are for US only term license pricing. If price quote requires worldwide access, contact the MLE group for price schedule. Standard discounts apply for multiyear agreements. For audiences over 150,000, request special quotation. For SmartUnit Library over 900, request special quotation.

This pricing is for e-Learning content that requires online Internet access to resources hosted by SmartForce. (See CBT Content Enterprise Pricing if the customer can only support offline access to SmartForce resources.) e-Learning content is the combination of LivePlay and CBT Content. It has online content and offline capabilities.

1 to 99 SmartUnits

Audience	1-4 Units	5-9 Units	10-14 Units	15-24 Units	25-49 Units	50-74 Units	75-99 Units
51 - 100	\$2,166	\$1,733	\$1,387	\$1,109	\$888	\$710	\$604
101 - 250	3,510	2,808	2,247	1,798	1,438	1,151	978
251 - 500	4,680	3,744	2,996	2,397	1,917	1,534	1,304
501 - 750	5,460	4,368	3,495	2,796	2,237	1,790	1,521
751 - 1000	6,067	4,854	3,883	3,107	2,485	1,988	1,690
1001 - 1500	7,078	5,663	4,530	3,624	2,890	2,320	1,972
1501 - 2000	7,865	6,292	5,033	4,027	3,222	2,577	2,191
2001 - 3500	9,831	7,865	6,292	5,033	4,027	3,222	2,738
3501 - 5000	13,341	10,673	8,539	6,831	5,465	4,372	3,716
5001 - 7500	18,900	15,120	12,096	9,677	7,742	6,193	5,265
7501 - 10000	24,150	19,320	15,456	12,365	9,892	7,914	6,727
10001 - 15000	34,213	27,370	21,896	17,517	14,014	11,211	9,529
15001 - 25000	38,774	31,019	24,816	19,853	15,882	12,706	10,800
25001 - 35000	41,876	33,501	26,801	21,441	17,153	13,722	11,664
35001 - 50000	45,465	36,372	29,098	23,279	18,623	14,898	12,664

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

This pricing is for e-Learning content that requires online Internet access to resources hosted by SmartForce. (See CBT Content Enterprise Pricing if the customer can only support offline access to SmartForce resources.) e-Learning content is the combination of LivePlay and CBT Content. It has online content and offline capabilities.

100 to 449 SmartUnits

Audience	100-149 Units	150-199 Units	200-249 Units	250-299 Units	300-349 Units	350-399 Units	400-449 Units
51 - 100	\$513	\$436	\$393	\$353	\$336	\$319	\$303
101 - 250	831	707	636	573	544	517	491
251 - 500	1.108	942	848	763	725	689	654
501 - 750	1,293	1.099	989	890	846	804	763
751 - 1000	1,437	1,221	1,099	989	940	893	848
1001 - 1500	1,676	1,425	1,282	1,154	1,096	1,042	990
1501 - 2000	1,862	1,583	1.425	1,282	1,218	1,157	1,099
2001 - 3500	2,328	1,979	1,781	1,603	1,523	1,447	1,374
3501 - 5000	3,159	2,685	2,417	2,175	2,066	1,963	1,865
5001 - 7500	4,475	3,804	3,423	3,081	2,927	2,781	2,642
7501 - 10000	5,718	4,860	4.374	3.937	3,740	3,553	3,375
10001 - 15000		6,885	6.197	5,577	5,298	5,033	4,782
15001 - 25000		7,803	7.023	6,321	6,005	5,704	5,419
25001 - 35000	7,000	8,427	7,585	6,826	6,485	6,161	5,853
35001 - 50000		9,150	8,235	7,411	7,041	6,689	6,354

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

This pricing is for e-Learning content that requires online Internet access to resources hosted by SmartForce. (See CBT Content Enterprise Pricing if the customer can only support offline access to SmartForce resources.) e-Learning content is the combination of LivePlay and CBT Content. It has online content and offline capabilities.

450 to 899 SmartUnits

Audience	450-499 Units	500-549 Units	550-599 Units	600-649 Units	650-699 Units	700-799 Units	800-899 Units
51 - 100	\$288	\$274	\$260	\$247	\$235	\$223	\$212
101 - 250	466	443	421	400	380	361	343
251 - 500	622	591	561	533	506	481	457
501 - 750	725	689	655	622	591	561	533
751 - 1000	806	766	727	691	656	624	592
1001 - 1500	940	893	848	806	766	728	691
1501 - 2000	1.045	992	943	896	851	808	768
2001 - 3500	1,306	1,240	1,178	1,119	1,063	1,010	960
3501 - 5000	1,772	1,683	1,599	1,519	1,443	1,371	1,302
5001 - 7500	2,510	2,384	2,265	2,152	2,044	1,942	1,845
7501 - 10000	3,207	3,046	2,894	2,749	2,612	2,481	2,357
10001 - 15000	4,543	4,316	4,100	3,895	3,700	3,515	3,339
15001 - 25000	5,148	4,891	4,646	4,414	4,193	3,984	3,785
25001 - 35000	100000000000000000000000000000000000000	5,282	5,018	4,767	4,529	4,302	4,087
35001 - 50000		5,735	5,448	5,176	4,917	4,671	4,438

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

This pricing is for e-Learning content that requires online Internet access to resources hosted by SmartForce. (See CBT Content Enterprise Pricing if the customer can only support offline access to SmartForce resources.) e-Learning content is the combination of LivePlay and CBT Content. It has online content and offline capabilities.

900 to 1,599 SmartUnits

Audience	900-999 Units	1,000-1,099 Units	1,100-1,199 Units	1,200-1,299 Units	1,300-1,399 Units	1,400-1,499 Units	1,500-1,599 Units
51 - 100	\$201	\$191	\$182	\$173	\$164	\$156	\$148
101 - 250	326	310	294	279	265	252	240
251 - 500	434	413	392	372	354	336	319
501 - 750	507	481	457	434	413	392	373
751 - 1000	563	535	508	483	459	436	414
1001 - 1500	657	624	593	563	535	508	483
1501 - 2000	730	693	658	626	594	565	536
2001 - 3500	912	866	823	782	743	706	670
3501 - 5000	1,237	1,175	1,117	1,061	1,008	958	910
5001 - 7500	1,753	1,665	1,582	1,503	1,428	1,356	1,289
7501 - 10000	2,239	2,128	2,021	1,920	1,824	1,733	1,646
10001 - 15000		3,014	2,863	2,720	2,584	2,455	2,332
15001 - 25000		3,416	3,245	3,083	2,928	2,782	2,643
25001 - 35000		3,689	3,504	3,329	3,163	3,005	2,854
35001 - 50000		4,005	3,805	3,615	3,434	3,262	3,099

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

This version of the content is only deployable through My SmartForce and will not allow download or offline viewing of any resource. See your manager before using this pricing.

1 to 99 SmartUnits

Audience	1-4 Units	5-9 Units	10-14 Units	15-24 Units	25-49 Units	50-74 Units	75-99 Units
51 - 100	\$1,950	\$1,560	\$1,248	\$998	\$799	\$639	\$544
101 - 250	3,159	2,528	2,022	1,618	1,294	1,035	880
251 - 500	4,212	3,370	2,696	2,157	1,726	1,381	1,173
501 - 750	4,914	3,932	3,146	2,516	2,014	1,611	1,369
751 - 1000	5,461	4,369	3,495	2,796	2,237	1,790	1,521
1001 - 1500	6,371	5,096	4,077	3,261	2,610	2,088	1,774
1501 - 2000	7,078	5,662	4,530	3,625	2,899	2,320	1,972
2001 - 3500	8,847	7,078	5,662	4,530	3,625	2,899	2,465
3501 - 5000	12,007	9,606	7,685	6,148	4,919	3,934	3,345
5001 - 7500	17,010	13,608	10,887	8,710	6,968	5,574	4,738
7501 - 10000	21,735	17,388	13,911	11,129	8,903	7,123	6,055
10001 - 15000	30,792	24,633	19,707	15,766	12,612	10,089	8,577
15001 - 25000	34,897	27,918	22,334	17,867	14,293	11,435	9,720
25001 - 35000	37,689	30,151	24,120	19,297	15,437	12,349	10,498
35001 - 50000	40,919	32,735	26,189	20,952	16,761	13,409	11,397

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

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100 to 449 SmartUnits

Audience	100-149 Units	150-199 Units	200-249 Units	250-299 Units	300-349 Units	350-399 Units	400-449 Units
51 - 100	\$462	\$393	\$354	\$319	\$303	\$287	\$273
101 - 250	748	637	572	515	490	466	442
251 - 500	998	847	764	687	653	621	589
501 - 750	1,163	990	891	801	761	723	687
751 - 1000	1,293	1,098	990	891	846	804	764
1001 - 1500	1,509	1,283	1,154	1,039	987	937	891
1501 - 2000	1,676	1,424	1,283	1,154	1,097	1,042	990
2001 - 3500	2,095	1,781	1,602	1,442	1,370	1,302	1,236
3501 - 5000	2,843	2,417	2,176	1,957	1,860	1,767	1,679
5001 - 7500	4,028	3,423	3,081	2,773	2,635	2,502	2,378
7501 - 10000	5,147	4,374	3,937	3,544	3,366	3,197	3,038
10001 - 15000	0.000	6,197	5,578	5,019	4,768	4,530	4,304
15001 - 25000		7,023	6,321	5,688	5,404	5,134	4,878
25001 - 35000	117. F 200 C 24 C	7,585	6,826	6,144	5,837	5,545	5,268
35001 - 50000	V/V 5/21/1-	8,235	7,411	6,670	6,337	6,020	5,719

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

This version of the content is only deployable through My SmartForce and will not allow download or offline viewing of any resource. See your manager before using this pricing.

450 to 899 SmartUnits

Audience	450-499 Units	500-549 Units	550-599 Units	600-649 Units	650-699 Units	700-799 Units	800-899 Units
51 - 100	\$260	\$247	\$234	\$223	\$211	\$201	\$191
101 - 250	420	399	378	360	342	325	309
251 - 500	559	531	505	480	456	433	411
501 - 750	653	621	589	560	531	505	480
751 - 1000	726	689	655	621	591	561	533
1001 - 1500	846	804	764	726	689	655	622
1501 - 2000	940	893	848	807	766	728	692
2001 - 3500	1,175	1.116	1,061	1,008	957	909	864
3501 - 5000	1,594	1,515	1,439	1,367	1,299	1,234	1,172
5001 - 7500	2,259	2,146	2,038	1,936	1,840	1,747	1,660
7501 - 10000	2,887	2,742	2,605	2,475	2,351	2,233	2,122
10001 - 15000	70.000	3,885	3,690	3,505	3,330	3,164	3,006
15001 - 25000		4,402	4,182	3,973	3,774	3,585	3,407
25001 - 35000		4,754	4,517	4,290	4,077	3,872	3,679
35001 - 50000		5,162	4,904	4,658	4,426	4,204	3,994

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

This version of the content is only deployable through My SmartForce and will not allow download or offline viewing of any resource. See your manager before using this pricing.

900 to 1,599 SmartUnits

Audience	900-999 Units	1,000-1,099 Units	1,100-1,199 Units	1,200-1,299 Units	1,300-1,399 Units	1,400-1,499 Units	1,500-1,599 Units
51 - 100	\$181	\$172	\$164	\$155	\$148	\$141	\$133
101 - 250	294	279	264	252	240	227	216
251 - 500	391	371	353	335	319	303	288
501 - 750	456	433	412	391	371	353	335
751 - 1000	507	482	458	434	413	393	372
1001 - 1500	591	562	533	507	482	458	434
1501 - 2000	657	624	593	564	535	508	483
2001 - 3500	821	780	741	703	669	636	603
3501 - 5000	1,114	1.058	1.005	954	907	862	819
5001 - 7500	1,577	1,499	1,423	1,352	1,285	1,221	1,160
7501 - 10000	2,016	1,915	1,819	1,728	1,641	1,560	1,482
10001 - 15000		2,712	2,577	2,448	2,326	2,209	2,099
15001 - 25000		3,075	2,921	2,775	2,636	2,504	2,378
25001 - 35000	100 100 100	3,320	3,154	2,997	2,847	2,704	2,569
35001 - 50000		3,604	3,424	3,253	3,091	2,936	2,790

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

SmartForce Page 21 of 55 State and Local Government Price List Effective 10/1/01 through 12/31/01

CBT Content Enterprise Pricing

This pricing is for CBT only content that does <u>not</u> require online Internet access to resources hosted by SmartForce. It can be used for intranet or CD based courseware deployment (where the customer cannot or will not allow Internet access).

1 to 99 SmartUnits

Audience	1-4 Units	5-9 Units	10-14 Units	15-24 Units	25-49 Units	50-74 Units	75-99 Units
51 - 100	\$1,805	\$1,444	\$1,156	\$925	\$740	\$592	\$503
101 - 250	2.925	2,340	1,872	1,498	1,198	959	815
251 - 500	3,900	3,120	2,496	1,997	1,598	1,278	1,087
501 - 750	4,550	3,640	2,912	2,330	1,864	1,491	1,268
751 - 1000	5,056	4,045	3,236	2,589	2,071	1,657	1,409
1001 - 1500	5,899	4,719	3,775	3,020	2,416	1,933	1,643
1501 - 2000	6,554	5,243	4.195	3,356	2,685	2,148	1,826
2001 - 3500	8,192	6,554	5,243	4,195	3,356	2,685	2,282
3501 - 5000	11,118	8,894	7,116	5,693	4,554	3,643	3,097
5001 - 7500	15,750	12,600	10,080	8,064	6,452	5,161	4,387
7501 - 10000	20,125	16,100	12,880	10,304	8,244	6,595	5,606
10001 - 15000	28,511	22,809	18,247	14,598	11,678	9,343	7,941
15001 - 25000	32,312	25,850	20,680	16,544	13,235	10,588	9,000
25001 - 35000	34,897	27,918	22,334	17,867	14,294	11,435	9,720
35001 - 50000	37.888	30,310	24,248	19,399	15,519	12,415	10,553

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

Each box shows term license cost per unit per year. The above prices are for US only term license pricing. **If price quote requires worldwide access, contact the MLE group for price schedule.** Standard discounts apply for multiyear agreements. Pricing includes one non-compressed CD set and one set of compressed software. See Administrative software pricing and program duplication pricing for other conditions. For audiences over 1,500,000, request special quotation.

CBT Content Enterprise Pricing

This pricing is for CBT only content that does <u>not</u> require online Internet access to resources hosted by SmartForce. It can be used for intranet or CD based courseware deployment (where the customer cannot or will not allow Internet access).

100 to 449 SmartUnits

Audience	100-149 Units	150-199 Units	200-249 Units	250-299 Units	300-349 Units	350-399 Units	400-449 Units
51 - 100	\$428	\$364	\$327	\$295	\$280	\$266	\$253
101 - 250	693	589	530	477	453	431	409
251 - 500	924	785	707	636	604	574	545
501 - 750	1,078	916	824	742	705	670	636
751 - 1000	1,197	1,018	916	824	783	744	707
1001 - 1500	1,397	1,187	1,069	962	914	868	825
1501 - 2000	1,552	1,319	1,187	1,069	1,015	964	916
2001 - 3500	1,940	1,649	1,484	1,336	1,269	1,206	1,145
3501 - 5000	2,632	2,238	2,014	1,813	1,722	1,636	1,554
5001 - 7500	3,729	3,170	2,853	2,568	2,439	2,317	2,202
7501 - 10000	4,765	4.050	3,645	3,281	3,117	2,961	2,813
10001 - 15000		5,738	5,164	4,648	4,415	4,195	3,985
15001 - 15000	3.1.100/12	6,503	5,852	5,267	5,004	4,754	4,516
25001 - 25000 25001 - 35000	11 2 11 11 11 11	7,023	6,321	5,689	5,404	5,134	4,877
25001 - 35000 35001 - 50000		7,625	6,862	6,176	5,867	5,574	5,295

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

Each box shows term license cost per unit per year. The above prices are for US only term license pricing. **If price quote requires worldwide access, contact the MLE group for price schedule.** Standard discounts apply for multiyear agreements. Pricing includes one non-compressed CD set and one set of compressed software. See Administrative software pricing and program duplication pricing for other conditions. For audiences over 1,500,000, request special quotation.

CBT Content Enterprise Pricing

This pricing is for CBT only content that does <u>not</u> require online Internet access to resources hosted by SmartForce. It can be used for intranet or CD based courseware deployment (where the customer cannot or will not allow Internet access).

450 to 899 SmartUnits

Audience	450-499 Units	500-549 Units	550-599 Units	600-649 Units	650-699 Units	700-799 Units	800-899 Units
51 - 100	\$240	\$228	\$217	\$206	\$196	\$186	\$177
101 - 250	389	369	351	333	317	301	286
251 - 500	518	492	468	444	422	401	381
501 - 750	604	574	546	518	492	468	444
751 - 1000	672	638	606	576	547	520	494
1001 - 1500	783	744	707	672	638	606	576
1501 - 2000	870	827	786	746	709	674	640
2001 - 3500	1,088	1,034	982	933	886	842	800
3501 - 5000	1,476	1,403	1,333	1,266	1,203	1,143	1,085
5001 - 7500	2.091	1,987	1,888	1,793	1,704	1,618	1,538
7501 - 10000	2,672	2,539	2,412	2,291	2,177	2,068	1,964
10001 - 15000		3,596	3,417	3,246	3,083	2,929	2,783
15001 - 25000		4,076	3,872	3,678	3,495	3,320	3,154
25001 - 35000		4,402	4,182	3,973	3,774	3,585	3,406
35001 - 50000	7/31/2017/5	4,779	4,540	4,313	4,098	3,893	3,698

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

Each box shows term license cost per unit per year. The above prices are for US only term license pricing. **If price quote requires worldwide access, contact the MLE group for price schedule.** Standard discounts apply for multiyear agreements. Pricing includes one non-compressed CD set and one set of compressed software. See Administrative software pricing and program duplication pricing for other conditions. For audiences over 1,500,000, request special quotation.

CBT Content Enterprise Pricing

This pricing is for CBT only content that does <u>not</u> require online Internet access to resources hosted by SmartForce. It can be used for intranet or CD based courseware deployment (where the customer cannot or will not allow Internet access).

900 to 1,599 SmartUnits

Audience	900-999 Units	1,000-1,099 Units	1,100-1,199 Units	1,200-1,299 Units	1,300-1,399 Units	1,400-1,499 Units	1,500-1,599 Units
51-100	\$168	\$159	\$151	\$144	\$137	\$130	\$123
101 - 250	272	258	245	233	221	210	200
251 - 500	362	344	327	310	295	280	266
501 - 750	422	401	381	362	344	327	311
751 - 1000	469	446	423	402	382	363	345
1001 - 1500	547	520	494	469	446	424	402
1501 - 2000	608	578	549	521	495	471	447
2001 - 3500	760	722	686	652	619	588	559
3501 - 5000	1.031	980	931	884	840	798	758
5001 - 7500	1,461	1,388	1,318	1,252	1,190	1,130	1,074
7501 - 10000	1,866	1,773	1,684	1,600	1,520	1,444	1,372
10001 - 15000		2,512	2,386	2,267	2,153	2,046	1,943
15001 - 25000		2,846	2,704	2,569	2,440	2,318	2,203
25001 - 35000		3,074	2,920	2,774	2,636	2,504	2,379
35001 - 50000 35001 - 50000		3,338	3,171	3,012	2,862	2,719	2,583

Note: The customer's entire SmartUnit commitment, for all audiences, determines the column you should use. Within that column, determine the SmartUnit cost per Audience based on the size of that Audience. That SU cost, times the number of SU for that Audience, determines the annual contract commitment for that audience. The sum of the Audience commitments determines the annual enterprise content commitment to SmartForce.

Each box shows term license cost per unit per year. The above prices are for US only term license pricing. If price quote requires worldwide access, contact the MLE group for price schedule. Standard discounts apply for multiyear agreements. Pricing includes one non-compressed CD set and one set of compressed software. See Administrative software pricing and program duplication pricing for other conditions. For audiences over 1,500,000, request special quotation.

Global LMS Pricing

- The prices below are for US only license pricing.
- If price quote requires worldwide access, contact the MLE group for price schedule.
- Special price quotation must be requested for audience levels not shown.
- Standard term discounts apply.

Audience	Enterprise Perpetual	Enterprise Annual Lease
1 - 249	\$12,450	\$8,505
250 - 499	24,450	13,203
500 - 749	34,450	18,603
750 - 999	43,960	23,742
1,000 - 1499	61,460	33,192
1,500 - 1,999	77,960	42,102
2,000 - 3,499	122,470	66,132
3,500 - 4,999	159,970	86,382
5,001 - 7,500	225,000	121,500
7,501 - 10,000	270,000	145,800
10,001 - 15,000	375,000	202,500
15,001 - 25,000	525,000	283,500
25,001 - 35,000	665,000	359,100
35,001 - 50,000	800,000	432,000

Implementation Fees:

LMS	Version	Implementation Fee
Global LMS		
	Enterprise (Perpetual)	\$30,000
	Enterprise (Lease)	\$30,000

Important notes:

- Global LMS Perpetual has a 20% maintenance fee per year, INCLUDING YEAR ONE
- Customization beyond normal options requires a special quote.
- One language is included.
- \$9,000 per additional available language.
- \$25,000 per additional language not created.
- Hosting is not available for Global LMS unless incorporated into a services agreement
- There are no discounts on Implementation fees.
- ALL implementation fees are "per instance."
- Term discounts are NOT allowed on implementation or maintenance fees.

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MySmartForce Suite Level Pricing

The My SmartForce platform, and additional infrastructure, are divided into Suites of software. Each suite is a combination of modules with similar functionality and purpose. Today, there are five suites: the My SmartForce platform itself, plus suites for Learning Management, Content Management, Competency Management, and Collaboration.

Each cell below shows term license cost per year. The prices are for US only term license pricing. **If price quote requires worldwide access, contact the MLE group for price schedule.** Standard term discounts apply for all columns. Special price quotation must be requested for audience levels not shown.

Audience	MSF Express (valid thru Q4)	MSF Platform Suite ^{1,3}	Learning Mgt Suite ¹	Content Mgt Suite	Competency Mgt Suite	Collaboration Suite w/out Vir Class 1,2
1 – 249	\$6,723	\$20,250	\$4,680	\$1,215	\$7,092	\$1,017
250 - 499	12,123	20,250	4,680	1,215	7,092	1,017
500 - 749	16,182	25,313	5,850	1,521	8,856	1,269
750 - 999	20,682	35,438	8,190	2,124	12,402	1,773
1,000 - 1499	24,282	38,925	8,991	2,340	13,626	1,944
1,500 - 1,999	26,991	42,525	9,828	2,556	14,886	2,124
2,000 - 3,499	44,091	66,825	15,435	4,014	23,391	3,339
3,500 - 4,999	58,491	103,275	23,859	6,201	36,144	5,166
5,000 - 7,499	87,750	151,875	35,082	9,117	53,154	7,596
7,500 - 9,999	117,000	212,625	49,113	12,762	74,421	10,629
10,000 - 14,999		243,000	56,133	14,580	85,050	12,150
15,000 - 24,999		324,000	74,844	19,440	113,400	16,200
25,000 - 34,999		354,375	81,864	21,267	124,029	17,721
35,000 - 49,999		429,975	99,324	25,803	150,489	21,501

¹⁾ A Suite consists of Modules (discussed below), and all Suite prices are for <u>available</u> modules. Future modules added to the suite are NOT automatically added to the existing software lease.

The cost of future functionality can be determined by using the module level pricing or the difference between the original and the new suite lease prices.

- 2) The Virtual Classroom Module of the Collaboration Suite has a separate pricing schedule (attached).
- 3) For Q3 the Interface customization capability is included in the Enterprise Platform Suite at no extra charge. In future this capability will form a Suite with its own Modules (see preliminary documentation at the end of the My SmartForce Suite section).

Implementation Fees:

LMS	Version	Implementation Fee
My SmartForce		
	Express	\$5,000
	Enterprise	\$20,000

Important notes:

ALL implementation fees are "per instance" as defined in MSF as Organization IDs.

Term discounts are NOT allowed on implementation fees.

Customization beyond normal options requires a special services quote.

MySmartForce Suite/Module Level Pricing

You should present functionality and pricing at the Suite level, using the My SmartForce pricing above. Module pricing is included in the following pages for use in determining Suite upgrade pricing as new Modules are released.

The My SmartForce suites are a combination of modules with similar functionality and purpose. The following pages present functional summaries and pricing for the MSF Suites and Modules that are available today. As software applications are added to the Learning infrastructure, module descriptions will be added.

Suite	Current Modules
Enterprise Platform Suite	2
Learning Management Suite	6
Content Management Suite	2
Competency Suite	5
Collaboration Suite	3
Customization Suite	2

Enterprise Platform Suite

All MSF customers require both the server and student modules to perform normal learning tasks. This serves as a base offering for the Learning Platform.

Student Module – The student module contains the software players and technology for students' access to both CBT (offline) content and online e-Learning content.

Server Module -- The Server module serves as the data repository. It supports student and object manipulation as well as the software and hardware infrastructure for the platform.

Audience	SmartForce Student Module	SmartForce Server Module
1 - 249	\$3,038	\$19,238
250 - 499	3,038	19,238
500 - 749	3,798	24,048
750 - 999	5,316	33,666
1,000 - 1499	5,840	36,980
1,500 - 1,999	6,380	40,400
2,000 - 3,499	10,025	63,485
3,500 - 4,999	15,492	98,112
5,001 - 7,500	22,782	144,282
7,501 - 10,000	31,895	201,995
10,001 - 15,000	36,450	230,850
15,001 - 25,000	48,600	307,800
25,001 - 35,000	53,157	336,657
35,001 - 50,000	64,497	408,477

Learning Management Suite

The Learning Management Suite is a collection of software modules which enable organizations to manage, manipulate, and report on student populations. Functionality includes the creation of learning paths and executive level reporting ROI and planning purposes.

<u>Classroom Scheduling Module</u> — With this module organizations will be able to do vendor class management, internal class management, manage classroom scheduling with the calendaring facility, produce class waiting lists, and collect class evaluations. In addition, the MSF platform's e3 architecture allows for integrated ILT object creation.

<u>Vendor Scheduling Module</u> – This module handles all aspects of vendor scheduling and gives a complete learning management solution when combined with the other modules in this suite.

Resource Management Module – This module gives an organization the capabilities of student and group creation and assignment of learning paths, detailed tracking of student activity and resource utilization, online management and usage reports, and export data facilities.

<u>Classroom Billing Module</u> – This module is an accounts and billing system that can accommodate the creation of user, group, and organization accounts to which individual ILT sessions (and their associated resources) can be billed. This functionality prevents users from exceeding a budgeted limit and facilitates internal "charge-backs" between groups within an organization.

<u>Credentialing Module</u> – This module gives an organization the ability to issue CPE / CEU certificates for continuing education completion. It also includes credential level tracking and reporting.

<u>Executive Reporting Module</u> – The executive reporting module is a complete set of ROI tools that allow an organization to produce offline executive summary reports using industry standard reporting software packages.

Audience	Classroom Scheduling Module	Vendor Scheduling Module	Resource Mgt. Module	Classroom Billing Module	Credentialing Module	Executive Reporting Module
1 - 249	\$2,025	\$2,025	\$1,215	\$1,215	\$405	\$1,215
250 - 499	2,025	2,025	1,215	1,215	405	1,215
500 - 749	2,532	2,532	1,520	1,520	507	1,520
750 - 999	3,545	3,545	2,127	2,127	710	2,127
1,000 - 1499	3,893	3,893	2,336	2,336	779	2,336
1,500 - 1,999	4,253	4,253	2,552	2,552	851	2,552
2,000 - 3,499	6,683	6,683	4,010	4,010	1,337	4,010
3,500 - 4,999	10,328	10,328	6,197	6,197	2,066	6,197
5,001 - 7,500	15,188	15,188	9,113	9,113	3,038	9,113
7,501 - 10,000	21,263	21,263	12,758	12,758	4,253	12,758
10,001 - 15,000	24,300	24,300	14,580	14,580	4,860	14,580
15,001 - 25,000	32,400	32,400	19,440	19,440	6,480	19,440
25,001 - 35,000	35,438	35,438	21,263	21,263	7,088	21,263
35,001 - 50,000	42,998	42,998	25,799	25,799	8,600	25,799

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Content Management Suite

The Content Management Suite is a collection of modules that will allow customers to fully integrate all learning modes. Note: our current Suite pricing is based on custom and 3rd Party content publishing modules only.

<u>Custom Content Publishing Module</u> – This module allows an organization to publish and delete custom learning objects in the data repository. It also gives them the ability to launch and track these objects when they are presented in an offline mode.

<u>3rd Party Content Publishing Module</u> – The 3rd party content publishing module supports linking of 3rd party content repositories, launch and track for certified 3rd party content, and launch and track for these objects when presented in an offline mode.

Content Authoring Module - Not yet available

Assessment Module - Not yet available

Audience	Custom Content Publishing Module	3 rd Party Content Publishing Module	Content Authoring Module	Assessment Module
1 - 249	\$1,013	\$1,013	n/a	n/a
250 - 499	1,013	1,013	n/a	n/a
500 - 749	1,266	1,266	n/a	n/a
750 - 999	1,773	1,773	n/a	n/a
1,000 - 1499	1,947	1,947	n/a	n/a
1,500 - 1,999	2,127	2,127	n/a	n/a
2,000 - 3,499	3,342	3,342	n/a	n/a
3,500 - 4,999	5,165	5,165	n/a	n/a
5,001 - 7,500	7,595	7,595	n/a	n/a
7,501 - 10,000	10,632	10,632	n/a	n/a
10,001 - 15,000	12,150	12,150	n/a	n/a
15,001 - 25,000	16,200	16,200	n/a	n/a
25,001 - 35,000	17,720	17,720	n/a	n/a
35,001 - 50,000	21,500	21,500	n/a	n/a

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Competency Suite

The Competency Suite enables the linking of employee performance directly to organizational strategies and goals. This powerful capability gives organizations the ability to focus on enterprise level planning, training and development, career management, resourcing and recruiting, performance evaluation, succession planning, and establishing compensation and reward systems.

<u>Starter Skills Dictionary Module</u> – This module includes the industries' largest starter skills dictionary with over 2600 skills linked to SmartForce content. The dictionary will save an organization countless months of skills definition learning resource linking.

<u>Competency Management Module</u> – This module supports competency management at the organizational level. Using the skills dictionary and unique skill definitions created by the organization, this module enables 360 degree performance evaluations tied to specific business objectives.

<u>Competency Reporting Module</u> – This module facilitates the management of human capital with current views and reports of organizational competencies.

<u>Job Screening Module</u> – The job-screening module gives administrators and managers the ability to work with job role definitions and assignments across the organization. This is a key capability for externally or internally recruiting for an open position.

<u>Team Builder Module</u> – The team building module helps organizations meet business objectives by locating candidates throughout the enterprise for team assignments, and identifying skill requirements for both individuals and teams needed to meet their objectives.

Audience	Starter Skills Dictionary Module	Competency Management Module	Competency Reporting Module	Job Screening Module	Team Builder Module
1 - 249	\$3,443	\$3,038	\$1,215	\$1,013	\$1,013
250 - 499	3,443	3,038	1,215	1,013	1,013
500 - 749	4,303	3,798	1,520	1,266	1,266
750 - 999	6,025	5,316	2,127	1,773	1,773
1,000 - 1499	6,618	5,840	2,336	1,947	1,947
1,500 - 1,999	7,230	6,380	2,552	2,127	2,127
2,000 - 3,499	11,361	10,025	4,010	3,342	3,342
3,500 - 4,999	17,558	15,492	6,197	5,165	5,165
5,001 - 7,500	25,820	22,782	9,113	7,595	7,595
7,501 - 10,000	36,147	31,895	12,758	10,632	10,632
10,001 - 15,000	41,310	36,450	14,580	12,150	12,150
15,001 - 25,000	55,080	48,600	19,440	16,200	16,200
25,001 - 35,000	60,245	53,157	21,263	17,720	17,720
35,001 - 50,000	73,097	64,497	25,799	21,500	21,500

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Collaboration Suite

The Collaboration Suite expands learning effectiveness with a group of tools that support communications in a learning community. The tools give the learning platform unique capabilities such as: mentoring, e-mail, chat, instant messaging, virtual meeting rooms seminars, and workshops. The tools are also integration with our learning and content management suites.

<u>Custom Mentoring Module</u> – This module give an organization the "human touch" of experts that are available in multiple languages for an entire global enterprise. This capability is mapped to our SmartForce e3 and classic content for integrated learner support.

<u>Chat Facilities Module</u> – The chat facilities module gives organizational level learner integration. Students can discuss shared experiences and problem solving approaches to common challenges without the limitations of time and distance.

<u>Web Events Module</u> – This module saves money by reducing the biggest cost of training: employee time away from the job. The My SmartForce platform delivers live expert workshops and seminars, as well as a library of archived events that have been produced with our subject matter experts and with our SmartForce partners.

<u>Virtual Classroom Module</u> – The virtual classroom is an extremely powerful Internet learning capability. It gives an organization an online classroom using real-time data streaming and collaborative tools such as polling, testing, interactive feedback and chat with instructors, meeting leaders and other students.

<u>Instant Messaging Module</u> – Instant messaging capability gives an organization the ability to collaborate synchronously, saving time and increasing productivity.

Audience	Custom Mentoring Module	Chat Facilities	Web Events	Virtual Classroom	Instant Messaging Module
1 - 249	n/a	\$203	\$405	See Schedule	\$507
250 - 499	n/a	203	405	See Schedule	507
500 - 749	n/a	253	507	See Schedule	633
750 - 999	n/a	355	710	See Schedule	886
1,000 - 1499	n/a	390	779	See Schedule	973
1,500 - 1,999	n/a	426	851	See Schedule	1,063
2,000 - 3,499	n/a	669	1,337	See Schedule	1,671
3,500 - 4,999	n/a	1,034	2,066	See Schedule	2,583
5,001 - 7,500	n/a	1,520	3,038	See Schedule	3,798
7,501 - 10,000	n/a	2,127	4,253	See Schedule	5,316
10,001 - 15,000	n/a	2,430	4,860	See Schedule	6,075
15,001 - 25,000	n/a	3,240	6,480	See Schedule	8,100
25,001 - 35,000	n/a	3,545	7,088	See Schedule	8,860
35,001 - 50,000	n/a	4,301	8,600	See Schedule	10,750

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Customization Suite

The following is a preliminary draft of the Customization Suite capabilities. These modules will be released starting in Q4. The Suite allows an organization to personalize and brand their My SmartForce platform. These capabilities cover the user interface including: localization, global enterprise management of payment and e-commerce systems, and integration with existing or home built learning management systems systems.

<u>Interface Customization Module</u> – This module enables custom logo placement and branding, the management of unique organizational resources, and the gathering of enterprise feedback through the use of the survey personalization manager.

<u>Multi-Language Interface Module</u> – Gives an organization language selection for the entire site, and a custom language upload facility. In addition, student driven language selection is available, as well as an administrator language option.

<u>Enterprise Integration Module</u> –This module provides real-time integration between My SmartForce and the customer's existing HR databases.

<u>LMS Integration Module</u> – The LMS integration module gives an organization the ability to connect e-Learning objects to other learning management systems, and to track and pass information to those systems.

Audience	Interface Customization Module	Multi-Language Module	Enterprise Integration Module	LMS Integration Module
	Prici	ng to be Determin	ed	
				_

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Virtual Classroom Pricing

SmartForce is a reseller of WebEx and require a separate addendum or contract for each Virtual Classroom sale.

SmartForce resells the following Virtual Classroom services: WebEx Meeting Center Standard and WebEx Meeting Center Professional. This is a comparative list of Virtual Classroom features and functions for the two offerings.

	Standard version	Professional version			
General					
Meeting Size Limit	None, subject to agreement	None, subject to agreement			
Branding	Yes	Yes			
Personal Meeting List	Yes	Yes			
Site Meeting List	Yes	Yes			
Document Viewing & Annotation					
Document Presentation	Yes	Yes			
Document Viewing	Yes	Yes			
Annotation	Yes	Yes			
White Board	Yes	Yes			
Full Collaboration					
Integrated Chat	Yes	Yes			
Application Share	Yes	Yes			
App Share w/Remote Control	Not Available	Yes			
Desktop Share	Not Available	Yes			
Desktop Share w/Remote Control	Not Available	Yes			
Web Tour w/Remote Control	Yes	Yes			
Integrated Telephony (dial in and out)	Yes	Yes			
File Transfer	Yes	Yes			
Record & Playback	Not Available	Yes			
Polling	Yes	Yes			
Video	Not Available	Yes			
Personal Productivity					
Address Book	Yes	Yes			
Email Meeting Notification	Yes	Yes			
My Folders	Yes	Yes			

The Channel Sales Manager for WebEx is Courtney Lindgren (courtneyl@webex.com).

The SmartForce Partner Development Manager is Mary Beth Hughes (mhughes@smartforce.com).

Virtual Classroom Pricing (continued)

Concurrent User Pricing

# of Concurrent users	Annual Professional License per concurrent Seat	Annual Standard License per concurrent Seat
0 - 25	\$2400	\$1200
26 - 50	1800	900
51 – 100	1560	780
101 - 250	1320	660
251 - 500	1080	540
501 - 700	960	480
700 +	Contact WebEx for quote	Contact WebEx for quote

Setup Fee - \$1500.00 per site

Discounts for single and multi year agreements are available as follows:

- 1 year license 5% off published list price
- 2 year license 10% off published list price
- 3 year license 20% off published list price

Please discuss the discounting schedule with your manager prior to presenting it to your customer/prospect.

SmartForce Standard Custom Content Hosting

Note: Prices vary by amount of disk space, in Gigabytes, that the customer needs. There are four available storage levels: 5GB, 20GB, 75GB, and 100GB.

There is a one-time setup fee, and there is an optional tape backup capability. The backup to tape is performed each night.

Gigabytes Needed	Storage Level	Setup Fee	Storage Cost Per Year	Tape Backup Cost Per Year
1 to 5 GB	5 GB	\$2,500	\$18,000	\$2,500
6 to 20 GB	20 GB	3,000	22,000	2,500
21 to 75 GB	75 GB	4,000	27,000	5,000
76 to 100 GB	100 GB	5,000	30,000	5,000

Included Features

Disk space indicated above

RAID 1 for 5 and 20 GB levels, RAID 5 for 75GB and 100GB levels

25 GB of Data Transfer per month

Extra Services

\$1,500 a day for Akamization of content

\$1,500 a day for QA, testing, posting, trouble-shooting content

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Administrative Software Term License Pricing

Web 4.7 or later only:	includes both download and LivePlay functionality
	-includes support for e ³ architecture
	Pricing:3% of Agreement amount annually
Campus 1.7 or later:	Full system designed for web implementation
	Pricing:
	Minimum \$ 4,500
PCM:	Legacy system designed for LAN implementation
	Pricing:
	additional charge to Enterprise customers)
Web Plus Hosting:	Legacy hosting for classic courseware only
	Pricing:20% of the courseware cost annually
	This is <i>not</i> SmartForce hosting - courseware only.

e-Testing Pricing

Note: The following is likely to change without notice - Please contact Global Services prior to presenting a quotation.

Program Setup - One time fee for initial setup:

\$15,000 + expenses

Annual Support - gives program management support

and technical support for client

\$9,000

Consulting Fees - should be run through professional services\$1,500 / day + expenses

Other services - Translation of tests - Program Management of additional tests:

ask for quote

# Of Tests Contracted for per Annum	Cost per Test for SmartTest	Cost Per Test for SureCert
5,000	\$25	\$55
10,000	20	45
25,000	15	40
50,000	12	35
100,000	10	30

Standard multiyear discounts apply.

Unused tests in one year can be carried forward to the next year or into a new agreement of equal annual commitment. Refunds will not be given for unused tests.

vLabs for Cisco CCNA and CCNP

SmartForce - On-line Labs Retail Prices

Cisco CCNA	11 Lab Package
Audience Size	Annual Per Student Cost
1 - 49	\$1,400
50 - 99	1,370
100 - 249	1,340
250 - 499	1,310
500 +	By Quotation only: see your manager

Cisco CCNP Audience Size	48 Lab Package Annual Per Student Cost
1 - 49	\$4,800
50 - 99	4,700
100 - 249	4,600
250 - 499	4,500
500 +	By Quotation only: see your manager

Note:

How to calculate an Annual Cost:

Determine annual per student cost using matrices above.

Multiply per student cost x number of students in your audience.

Example: 75 CCNA students = 75 x \$1,370 = \$102,900 per year for unlimited access to 11 lab package

Annual price gives audience unlimited access to respective lab package Any audience greater than 500 requires quotation.

Normal term discounts apply.

Absolutely no additional discounts without approval from SF Marketing

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Personal Use Licenses - Library

All pricing must be approved by Sales management prior to proposal presentation.

Prices shown are for perpetual personal use licenses.

Individual Programs (See following pages for special discounted program bundles)

End User Classic Titles Other than SAP

- Eligible curricula are: Those programs shown with a code of E on the Content Order Form. For all other titles, including SAP, see below.
- Cost per title: \$28.50
- Note: Lotus and Novell titles are not available for purchase individually. See the following pages for available
 packages.

Technical Classic Titles other than SAP

- Cost per title: \$118.75
- Note: Lotus and Novell titles are not available for purchase individually. See the following pages for available
 packages.

SAP Classic Titles

Cost per title: \$232.75

Business Skills Classic Titles

Cost per title: \$189.05

New Generation (e3) Learning Paths

See individual Learning Path on following pages

The above prices are for US audience only.

Pricing includes one Personal Use CD for each order or package – no administrative software is provided. New Generation Learning Paths are only available on My SmartForce via the Internet and includes full mentoring and e-Learning capabilities.

All pricing must be approved by Sales management prior to proposal presentation.

Prices shown are for perpetual personal use licenses.

Order Code	Category/Bundle Names	Titles	Exam#	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
	Cisco Programs						
CISIC&AC.1	Complete Cisco ICRC/ACRC 11.1 Curriculum	31		\$1,610	\$4,351		\$11,277
CISIC&AC.3	Complete Cisco IOS 11.3 ICRC/ACRC Curriculum	29		2,085	5,634		14,602
CISICRC.3	Cisco IOS 11.3 ICRC Curriculum	16	640-407	1,230	3,325	11.4	8,617
CISACRC.3	Cisco IOS 11.3 ACRC Curriculum	13	640-403	1,230	3,325	4,921	8,617
CISIMRC.3	Install & Maint of Cisco Routers (IMCR)	10		1,135	3,069	4,541	7,952
CISBCRAN	Building Cisco Remote Access Networks (BCRAN)	10	640-505	1,135	3,069	4,541	7,952
CISDCN	Designing Cisco Networks (DCN)	6	640-441	945	2,556	3,781	6,622
CISCID	Cisco Internetwork Design (CID)	7	640-025	945	2,556	3,781	6,622
CISICND	Interconnecting Cisco Network Devices (ICND)	13	640-507	945	2,556	3,781	6,622
CISBCMSN01	Building Cisco Multilayer Switching Nets (BCMSN)	9	640-504	945	2,556	3,781	6,622
CISINTTRBS	Cisco Internetwork Troubleshooting (CIT)	7	640-506	945	2,556	3,781	6,622
CISITM01	Cisco Internetworking Tech Multimedia (ITM)	6	640-507	945	2,556	3,781	6,622
CISBSCN01	Building Scalable Cisco Networks (BSCN)	9	640-503	945	2,556	3,781	6,622
	Cisco Certification Bundles						
CISCNETASS	Cisco Certified Network Associate (CCNA)	19	640-507	945	2,556		6,622
CISDCN	Cisco Certified Design Associate (CCDA)	6	640-441	945	2,556	547 (Ph 1941	6,622
CISCCNP01	Cisco Certified Network Professional (CCNP)	35	4 exams	2,085	5,634		14,602
CISCCDP01	Cisco Certified Design Professional (CCDP)	35	4 exams	2,085	5,634	8,341	14,602
	COBOL						
CBTCOBAL01	COBOL Curriculum	10		950	2,565	\$6,441 8,341 4,921 4,921 4,541 4,541 3,781 3,781 3,781 3,781 3,781	6,650
	IBM					1.004	0.617
CBTIBMD201	IBM DB2 Universal Database	12		1,230	3,325	4,921	8,617
	Informix				1.704	2.660	4,655
INFDSMO01	INFORMIX-OnLine Dynamic Server Mng/Optimize	7		665	1,796		
INFDSSA01	INFORMIX-OnLine Dynamic Server System Admin	11		1,045	2,822	4,180	7,315
	Java		5 500 St 100 St 100	V==3421	2 2222	2 3000	2.222
CBTJAVA2	Sun Certified Prog for Java 2 Platform	5	310-025	471	1,273		3,297
SMFOOADUM L	Object-Oriented Analysis/Design with UML	7	486	665	1,796		4,655
JAVENTCONN	Enterprise Connectivity Test w/Java2 Enter Ed	7	486	665	1,796	2,660	4,655

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Order Code	Category/Bundle Names	Titles	Exam#	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
	Lotus						
	Lotus Notes R4 Application Development						
LOTAD1R4	Lotus Notes R4: Application Development (AD1)	6	190-271	\$713	N/A	N/A	N/A
LOTAD2R4	Lotus Notes R4: Application Development (AD2)	8	190-272	713	N/A	N/A	N/A
LOTAD3R4	Lotus Notes R4: Application Development (AD3)	6	190-273	713	N/A	N/A	N/A
LOTCLPAPPD	CLP Application Developer	20	190-271, 272, 274	1,895	N/A	N/A	N/A
LOTCLPAD	Principal CLP Application Developer w/ AD3	26	-271, 272, 273, 274	2,370	N/A	N/A	N/A
LOTADDWDA	Principal CLP Application Developer w/DWDA	28	-271, 272, 274, 281	2,370	N/A	N/A	N/A
LOTADDDA	Principal CLP Application Developer w/DDA	22	-271, 272, 274, 278	2,370	N/A	N/A	N/A
LOTPUADUR5	Lotus Notes R5: Application Development Update	3	191-502	660	N/A	N/A	N/A
LOTUADRR5	Lotus Notes R5: Appl Dev Update & Recertification	11		1,040	N/A	N/A	N/A
LOTOADARS	Lotus Domino R5 Application Development						
LOTR5APDEV	Lotus Domino R5 Application Development	13	Multiple	1,896	\$2,846	N/A	N/A
LOTDR5DF01	Lotus Domino R5: Designer Fundamentals	6	191-510	713	N/A	N/A	N/A
LOTDR5APAR	Lotus Domino R5: Application Architecture	4	191-512	566	N/A	N/A	N/A
LOTR5APSEC	Lotus Domino R5: Appl Security & Workflow	3	191-511	566	N/A	N/A	N/A
LUINJAI SEC	Lotus Notes R4 System Administration						
LOTSA1R4	Lotus Notes R4: System Administration I (SA1)	6	190-274	713	N/A	N/A	N/A
LOTSA2R4	Lotus Notes R4: System Administration I (SA2)	3	190-275	713	N/A	N/A	N/A
LOTSYSADM	CLP System Administrator	15	Multiple	1,895	N/A	N/A	N/A
LOTCLPSYSA	Principal CLP System Administrator	22	Multiple	2,370	N/A	N/A	N/A
LOTPUSAUR5	Lotus Notes R5: System Administration Update	4	191-501	660	N/A	N/A	N/A
LOTPUSARR5	Lotus Notes R5: Sys Admin Update & Recertification	33		1,040	N/A	N/A	N/A
	Lotus Domino R5 System Administration			1.006	2.046	NT/A	NT/A
LOTR5SYSAD	Lotus Domino R5 System Administration	17	Multiple	1,896	2,846	N/A	N/A
LOTDR5IDI	Lotus Domino R5: Impl a Domino Infrastructure	6	191-521	713	N/A	N/A	N/A
LOTR5MDS&U	Lotus Domino R5: Maint Domino Servers/Users	7	191-510	713	N/A	N/A	N/A
LOTR5DDAP	Lotus Domino R5: Deploying Domino Appls Lotus Notes Domino	4	191-522	566	N/A	N/A	N/A
LOTDWD45	Domino 4.5 Web Dev & Admin (DWDA)	8	190-281	808	N/A	N/A	N/A
LOTTFD45	Administering Specialized Tasks for Domino 4.5	7	190-276	808	N/A	N/A	N/A
LOTDOM46M	Domino 4.6 Messaging	26	190-311	1,230	N/A	N/A	N/A
LOTDOM46A	Domino 4.6 Applications Administration	9	190-312	1,230	N/A	N/A	N/A
LOTPUU&RR5	Lotus Notes R5: Update and Recertification	40		N/A	2,328	N/A	N/A

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Order Code	Category/Bundle Names	Titles	Exam#	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
Order Code	Lucent						
LUCCTEAPE	Lucent Cert Tech Expert – Access Prereq Exams	38	Lcte/001	\$3,610	\$9,747	\$14,440	\$25,270
LUCCTEPEA	Lucent Cert Tech Expert - Prereq Exam A	10	Lcte/001	950	2,565	3,800	6,650
LUCCTEPEB	Lucent Cert Tech Expert - Prereq Exam B	4	Lcte/001	380	1,026	1,520	2,660
LUCCTEPEC	Lucent Cert Tech Expert - Prereq Exam C	7	Lcte/001	665	1,796	2,660	4,655
LUCCTEPED	Lucent Cert Tech Expert - Prereq Exam D	7	Lcte/001	665	1,796	2,660	4,655
LUCCTEPEE	Lucent Cert Tech Expert – Prereq Exam E	5	Lcte/001	475	1,283	1,900	3,325
LUCCTEPEF	Lucent Cert Tech Expert – Prereq Exam F	5	Lcte/001	475	1,283	1,900	3,325
LUCCTEAVS	Lucent Cert Tech Expert – Access VPN Spec	46	1MO-201	4,370	11,799	17,480	30,590
LUCCTEAAE	Lucent Cert Tech Expert – ATM Assoc Exams	4	1MO-801	380	1,026	1,520	2,660
LUCCTEAVE	Lucent Cert Tech Expert - VoIP Spec Exams	44	1MO-301	4,180	11,286	16,720	29,260
LUCCTEAXS	Lucent Cert Tech Expert - Access xDSL Spec	40	Lcte/401	3,800	10,260	15,200	26,600
LUCCTEFRA	Lucent Cert Tech Expert – Frame Relay Assoc	2	1MO-901	190	513	760	1,330
	N						
	Microsoft						
	Microsoft Certification Bundles	48	Multiple	1,069	2,888	4,275	7,486
MICMCPIS01	Complete Microsoft MCP-IS Curriculum	65	Multiple	2,366	6,384	9,462	14,621
MICMCSD01	Complete Microsoft MCSD Curriculum	112	Multiple	1,378	3,724	5,510	9,643
MICMCSE01	Complete Microsoft MCSE NT 4.0 Curriculum	113	Multiple	2,366	6,384	9,462	16,559
MICMCSEI01	Complete Microsoft MCSE NT 4.0+Internet Curr		Multiple	784	2,119	3,135	5,202
MIC2KMCSEC	Microsoft Windows 2000 Core Requnt Cert Curr	24	THE REAL PROPERTY AND ADDRESS OF THE PERSON	1,425	3,847	5,700	9,975
MICW2KMCSE	Microsoft Windows 2000 MCSE: Cert Curr	36	Multiple	945	2,555	3,781	6,621
MICW2KACC	Microsoft Windows 2000 MCSE: Accelerated Curr	22	Multiple		4,038	5,985	10,479
MICMCDBA01	Microsoft Certified Database Admin (MCDBA)	35	Multiple	1,497	4,030	3,703	10,479
	Microsoft Technical Bundles	10	70.064	594	1,606	2,375	4,161
MIC7006401	798: Impl and Support Windows 95	10	70-064 70-059	641	1,729	2,565	4,494
MIC7005940	688: TCP/IP on Windows NT 4.0	11		641	1,729	2,565	4,494
MIC7008740	936B: Microsoft IIS 4.0	11	70-087 70-165	356	960	1,425	2,499
MIC87250	872: Mastering Visual Basic 5.0 (Fundamentals)	6	70-165	641	1,729	2,565	4,494
MIC78050	780: Mastering Visual Basic 5.0 (Adv Prog)	11		998	2,698	3,990	6,983
MIC7016550	780 & 872: Mastering Visual Basic 5.0 (both)	17	70-165	713	1,929	2,850	4,988
MIC78950	789: MFC Development using Visual C++ 5.0	12	70-024	641	1,729	2,565	4,494
MICVBDESK6	1013: Microsoft Visual Basic 6.0 Desktop	11	70-176			2,565	4,494
MICVB6DIST	1298: Microsoft Visual Basic 6.0 Distributed	5	70-175	641	1,729 903	1,330	2,328
MICSOLARCH	491: Microsoft Solution Architectures	4	70-100	333	1,216	1,805	3,164
MIC7005801	578: Networking Essentials	15	70-058	451	646	950	1,663
MIC80440	803: Administering Windows NT 4.0	4	70.073	238		2,850	4,988
MIC70-073	803/922: Windows NT Workstation 4.0	10	70-073	713	1,929	3,040	5,320
MIC70-067	803/922: Windows NT Server 4.0	13	70-067	760	2,052	3,040	3,320

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Order Code	Category/Bundle Names	Titles	Exam#	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
MICENTERPT	803/689: Windows NT Server 4.0 Enterprise	17	70-068	\$998	\$2,698	\$3,990	\$6,983
MIC7008155	869/973/1026: Microsoft Exchange Server 5.5	14	70-081	831	2,242	3,325	5,824
MIC7007650	771: Exchange Server 5.0	12	70-076	713	1,929	2,850	4,988
MIC7008820	836: MS Proxy Server 2.0	5	70-088	285	770	1,140	1,995
MIC700591	664: MS Proxy Server 1.0	4	70-078	238	646	950	1,663
MIC7007940	1203A: IE 4.0 Tech Support (Admin Kit)	3	70-079	167	447	665	1,169
MICIE5ADKT	1400: Microsoft IE 5 using IE Admin Kit	3	70-080	167	447	665	1,169
MICVISDE01	793B: Microsoft Visual InterDev	8		475	1,283	1,900	3,325
MICWIN98IS	955: Microsoft Windows 98 Impl & Support	14	70-098	831	2,242	3,325	5,824
MICSMS12	732: Microsoft Sys Mgmt Server 1.2	11	70-018	594	1,606	2,375	4,161
MICSYSMANS	828: Microsoft Sys Mgmt Server 2.0	8	70-086	475	1,283	1,900	3,325
MICBOFFI01	Microsoft BackOffice Small Business Server	4		238	646	950	1,663
MICSQL70DI	833: Microsoft SQL Server 7.0: DB Implementation	10	70-029	641	1,729	2,565	4,494
MICSQL70SA	832: Microsoft SQL Server 7.0: Sys Admin	13	70-028	641	1,729	2,565	4,494
MICWIN2KUP	1560: Updating fm NT 4.0 to Win2000	7	70-240	499	1,349	1,995	3,496
MICW2KADD	1561: Designing W2K Dir Svcs Infrastructure	3	70-219	357	960	1,425	2,499
MICDW2KNKI	1562: Designing W2K Network Infrastructure	5	70-221	452	1,216	1,805	3,164
MICICAW2KS	2152: Install, Configure & Admin W2K	13	70-210, 215	499	1,349	1,995	3,496
MICIAW2KNI	2153: Impl&Admin Win2k Network Infrastructure	4	70-216	357	960	1,425	2,499
MICIAW2KDS	2154: Impl&Admin Win2k Dir Svcs Infrastructure	4	70-217	357	960	1,425	2,499
MICMNT4W2K	2010: Migrating fm NT 4.0 to Windows 2000	3	70-222	357	960	1,425	2,499
MICW2KCTEC	Windows 2000: Core Technologies	3		357	960	1,425	2,499
MICW2KSECD	Windows 2000 Security Design	4	70-220	357	960	1,425	2,499
MICOFF2KSD	Microsoft Office 2000 Solution Development	9	70-091	499	1,349	1,995	3,496
MICIETEC40	MS Internet Explorer 4 Tech Courses	6		357	960	1,425	2,499
MICMWD01	1009: Microsoft Web Development	6	70-055	357	960	1,425	2,499
	Netscape				1 222	2.660	1.455
NETENTER30	Netscape Enterprise Server 3.0	7		665	1,796	2,660	4,655
	Novell				1.007	1.500	0.000
NOV501474X	200: Networking Technologies	4	50-147	380	1,026	1,520	2,660
NOV501634X	520: 4.11 Administration	10	50-613	428	1,159	1,710	2,993
NOV506134X	525: 4.11 Advanced Administration	7	50-614	428	1,159	1,710	2,993
NOV500614X	532: 4.11 Design and Implementation	6	50-601	428	1,159	1,710	2,993
NOV506274X	540: 4.11 Building Intranets with intraNetWare 4.11	4	50-627	428	1,159	1,710	2,993
NOV501454X	605: TCP/IP Transport	3	50-145	428	1,159	1,710	2,993
NOV506264X	801: Service and Support	12	50-626	428	1,159	1,710	2,993
NOV506174X	804: 4.11 Installation and Configuration	6	50-617	428	1,159	1,710	2,993

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ode Category/Bu	ndle Names	Titles	Exam #	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
0401 654: Web Authoring and Po		4	50-704	\$428	\$1,159	\$1,710	\$2,993
0601 655: Advanced Web Author	- Title	4	50-706	428	1,159	1,710	2,993
1001 656: Web Server Managem		5	50-710	428	1,159	1,710	2,993
2901 770: Novell BorderManage		6	50-629	428	1,159	1,710	2,993
395X 560: Novell NetWare 5 Ad		10	50-639	523	1,416	2,090	3,658
405X 570: Novell NetWare 5 Ad		9	50-640	523	1,416	2,090	3,658
75S&S 580: Novell NetWare 5 Ser	AND PROPERTY OF THE PERSON NAMED AND ADDRESS OF THE PERSON NAM	7	50-635	523	1,416	2,090	3,658
DAT5X 529: Novell NetWare 4.11		7	50-638	451	1,216	1,805	3,164
TTE5X 565: Novell Networking Te		9	50-632	428	1,159	1,710	2,993
NDSDI 575: Novell NetWare 5 ND		5	50-634	499	1,349	1,995	3,496
IN&NT 555: Novell NetWare 5 Inte		5	50-644	499	1,349	1,995	3,496
IP4X Novell Certified Internet Pr		41	Multiple	1,895	5,121	7,581	13,272
E4X Novell intraNetWare 4.11		49	Multiple	1,378	3,724	5,510	9,643
CNE5 Novell NetWare 5 CNE Cu		45	Multiple	1,378	3,724	5,510	9,643
Ora	ALL PROPERTY OF THE PROPERTY O						
UR7 Oracle7 Administration &		16		1,520	4,104	6,080	10,640
MIN7 Oracle7 Administration	backup and recovery	10		950	2,565	3,800	6,650
R7 Oracle7 Backup and Recov	/erv	6		570	1,539	2,280	3,990
V2K Oracle Developer 2000 Co		14		1,330	3,591	5,320	9,310
VFO2K Oracle Developer 2000 For		6		570	1,539	2,280	3,990
VRE2K Oracle Developer 2000 Re		- 6		570	1,539	2,280	3,990
VGR2K Oracle Developer 2000 Gra		2		190	513	760	1,330
WFE8 Oracle8 New Features	артео	7		665	1,796	2,660	4,655
B&R8 Oracle8 Administration &	Backup and Recovery	16		1,520	4,104	6,080	10,640
MIN8 Oracle8 Administration	Buckup und recovery	10		950	2,565	3,800	6,650
R8 Oracle8 Backup and Recov	verv	6		570	1,539	2,280	3,990
TRO8 Oracle Introduction		9	1Z0-001	855	2,309	3,420	5,985
IETAD Oracle8i Network Adminis	stration	4	1Z0-026	380	1,026	1,520	2,660
OATAD Oracle8i Architecture and		9	1Z0-023	855	2,309	3,420	5,985
ERTU Oracle8i Performance and		- 6	1Z0-024	570	1,539	2,280	3,990
K&R Oracle8i Backup and Reco		6	1Z0-025	570	1,539	2,280	3,990
DBA01 Oracle8i Certified Databas		34		??	??	??	??
PowerI							
JRRI6 PowerBuilder R6 Complet		21		1,472	3,971	5,890	10,298
&IN6 PowerBuilder R6 Beginnin		16		1,044	2,822	4,180	7,306
GIN6 PowerBuilder R6 Beginnin		8		617	1,663	2,470	4,313
		8		617	1,663	2,470	4,313
		5		427	1,150	1,710	2,983
TER6 PowerBuilder R6 Intermed DVAN6 PowerBuilder R6 Advance	T.						The state of the s

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	Other Bundles						
CBTAPLUS01	A+ Certification (Technical Support)	14		\$523	\$1,416	\$2,090	\$3,658
SMFA+CHTEX	A+ Core Hardware Technician	5	220-201	238	646	950	1,663
SMFA+OSTEX	A+ Operating Systems Technologies	12	220-202	333	903	1,330	2,328
CBTANSIC01	ANSI C Complete Curriculum	9		850	2,299	3,401	5,957
CBTC++01	C++ Complete Curricula	11		1,040	2,812	4,161	7,287
CBTEBUS01	E-Business	3		266	722	1,065	1,967
CBTECOM01	E-Commerce	8		756	2,043	3,021	5,292
SMFHUPCMNT	Home User: PC Maintenance	12		1,045	2,822	4,180	7,306
SMFWEBPOW	Home User: Web Power	22		1,497	4,038	5,985	10,479
R CBTESSEN01	Internetworking Essentials	14		1,325	3,582	5,301	9,282
SMFINTTNETS	Internetworking Support/iNet+	9	1K0-001	851	2,299	3,401	5,957
CBTINTSEC	Internet Security - Complete	24	1110 001	2,085	5,634	8,341	14,602
CBTLANE01	LAN Technologies	9		850	2,299	3,401	5,957
CBTMAINFR	Mainframe	10		945	2,556	3,781	6,622
NETWORK+	Network+ Certification	25	NK-N10- 001	1,135	3,069	4,541	7,952
CBTNETMA01	Network Management & Security	_ 5		470	1,273	1,881	3,297
CBTOOAD01	OOAD with the UML	9		850	2,299	3,401	5,957
CBTPROJE01	Project Management	11	PMP	1,283	3,468	5,130	8,978
CBTSUNSO01	Sun Solaris 2.5.1 Overview	8		755	2,043	3,021	5,292
CBTTELEC01	Telecommunications	11		1,040	2,812	4,161	7,287
CBTTCPIP01	TCP/IP	5		470	1,273	1,881	3,297
CBTUNIFT01	UNIX Foundation Technology	8		755	2,043	3,021	5,292
CBTWANTECH	WAN Technologies Complete Curriculum	22		2,085	5,634	8,341	14,602
CBTWAD01	Web Application Developer Curriculum	15		1,421	3,838	5,681	9,947
CBTWEBMA01	Web Master Curriculum	3		280	760	1,121	1,967
CBTWEBP01	Web Publisher Curriculum	4		428	1,159	1,710	2,993

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Order Code	Category/Bundle Names	Titles	Exam#	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
	Microsoft						
MICGETST2K	Microsoft Office 2000: Getting Started	3		\$71	\$190	\$285	\$504
MICOF2KPJT	Microsoft Office 2000: Project	3		71	190	285	504
MICOFFPP2K	Microsoft Office 2000: PowerPoint	2		48	133	190	333
MICO2KP2KA	Microsoft Office 2000: PowerPoint (Audio)	2		48	133	190	333
MICOFFFP2K	Microsoft Office 2000: FrontPage	2		48	133	190	333
MICO2KF2KA	Microsoft Office 2000: FrontPage (Audio)	2		48	133	190	333
MICOFFOL2K	Microsoft Office 2000: Outlook	2		48	133	190	333
MICO2KO2KA	Microsoft Office 2000: Outlook (Audio)	2		48	133	190	333
MICOFFWD2K	Microsoft Office 2000: Word 2000	4		95	257	380	665
MICO2KW2KA	Microsoft Office 2000: Word 2000 (Audio)	4		95	257	380	665
MICOFFAC2K	Microsoft Office 2000: Access 2000	3		71	190	285	504
MICO2KA2KA	Microsoft Office 2000: Access 2000 (Audio)	3		71	190	285	504
MICOFFEX2K	Microsoft Office 2000: Excel 2000	4		95	257	380	665
MICO2KE2KA	Microsoft Office 2000: Excel 2000 (Audio)	4		95	257	380	665
MICOFFIN2K	Microsoft Office 2000: Introduction to Office 2000	6		95	257	380	665
MICOFFPB2K	Microsoft Office 2000: Professional	15		285	770	1,140	1,995
MICOFFSB2K	Microsoft Office 2000: Standard	12		190	513	760	1,330
MICOFFPR2K	Microsoft Office 2000: Premium	20		380	1,026	1,520	2,660
MICOFF2KA	Microsoft Office 2000 (Audio)	17		309	836	1,235	2,166
MICOFF9701	Microsoft Office 97: PowerPAK for Office 97	16		190	513	760	1,330
MICOF97AUD	Microsoft Office 97: PowerPAK Ofc 97 (Audio)	15		190	513	760	1,330
MICWORD97	Microsoft Office 97: Word 97	4		95	257	380	665
MICEXCEL97	Microsoft Office 97: Excel 97	4		95	257	380	665
MICACCES97	Microsoft Office 97: Access 97	4		95	257	380	665
MOP800WC	Microsoft Office 97: Access 97 Microsoft Office 97: Office Professional	5		119	323	475	836
OL9800EWB	Microsoft Office 97: Outlook 98	2		48	133	190	333
MO97F01	Microsoft Office 97: FrontPage 97	1		29	N/A	N/A	N/A
MO97O01	Microsoft Office 97: Profile age 97 Microsoft Office 97: Outlook 97	1		29	N/A	N/A	N/A
MO97P01	Microsoft Office 97: PowerPoint 97	1		29	N/A	N/A	N/A
MICWIN2PR	Microsoft Windows 2000: Professional	2		48	133	190	333
MICWINAILE	Microsoft Windows Millennium Edition	3		72	190	285	504
MICWINNTEU	Microsoft Windows NT	2		48	133	190	333
MW9800EWB	Microsoft Windows 98	2		48	133	190	333
MW1400WC	Microsoft Windows 95	2		48	133	190	333
MICIEEND40	MS Internet Explorer 4 End User	6		95	257	380	665
MICIEEND50	MS Internet Explorer 5 End User	3		71	190	285	504
MICOUT9855	Outlook 98 for Exchange Server 5.5	3		71	190	285	504
MICOU 19855 MICSBPRODP	Microsoft Small Business Productivity Pack	6		114	304	456	798

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MICWORKS2K	Microsoft Works 2000	11		\$91	\$247	\$361	\$637
MICHUPRO2K	Microsoft Project 2000	3		34	86	133	238
MICHUPUB01	Microsoft Publisher	2		24	67	95	171
	Lotus						
LOTUSERR4	Lotus Notes R4: End User	6		238	N/A	N/A	N/A
LOTUSER45	Lotus Notes R4.5: End User	6		238	N/A	N/A	N/A
LOT46EUSER	Lotus Notes R4.6: End User	6		238	N/A	N/A	N/A
LOTR5ENDR	Lotus Notes R5 End-User	8		238	N/A	N/A	N/A
LOTR5ENDUA	Lotus Notes R5 End-User (audio)	8		238	N/A	N/A	N/A
	Netscape						
NETCOMM40	600/650: Netscape Communicator 4.0	7		162	437	646	1,131
	Novell						
NOVGRPW55	Novell GroupWise 5.5	2		48	133	190	333
	Other Bundles						
CBTCOMPBEG	Computing for Beginners	14		309	836	1,235	2,166
SMFCOMBEG A	Computing for Beginners (Audio)	14		309	836	1,235	2,166
CBTLINUX01	Linux	4		95	257	380	665
CBILINUXUI	Linux	7		23	237		
SMFHUPCFUN	PC Fundamentals	3		34	86	133	238
SMGQKBK2K	QuickBooks	2		29	76	114	200
CBTWEND01	Web End User Curriculum	6		133	361	532	931

The above prices are for US only.

Personal Use Licenses - Technical/End User Mentoring Services - Classic

All pricing must be approved by Sales management prior to proposal presentation. **Prices shown are for perpetual personal use licenses.**

Order Code	Category/Bundle Names	Titles	Exam#	Mentor Svcs \$	Mentoring Duration
Order Code	Mentored Programs include Courseware				
	Cisco				
CISICRC.3	Cisco IOS 11.3 ICRC Curriculum	16	640-407	\$1,843	16 weeks
CISICRC.3	Cisco IOS 11.3 ACRC Curriculum	13	640-403	1,843	14 weeks
CISACRC.5	Building Cisco Remote Access Networks (BCRAN)	10	640-505	1,701	7 weeks
CISDCN	Designing Cisco Networks (DCN)	6	640-441	1,416	5 weeks
CISICND	Interconnecting Cisco Network Devices (ICND)	13	640-507	1,416	9 weeks
CISBCMSN01	Building Cisco Multilayer Switching Nets (BCMSN)	9	640-504	1,416	7 weeks
CISINTTRBS	Cisco Internetwork Troubleshooting (CIT)	7	640-506	1,416	5 weeks
CISBSCN01	Building Scalable Cisco Networks (BSCN)	9	640-503	1,416	6 weeks
CIDDOCTION	Java				
CBTJAVA2	Sun Certified Prog for Java 2 Platform	5	310-025	703	4 weeks
JAVENTCONN	Enterprise Connectivity Test w/Java2 Enter Ed	7	486	998	5 weeks
211 1 22 1 1 2 0 0 2 1 2 1	Lotus				
LOTAD1R4	Lotus Notes R4: Application Development (AD1)	6	190-271	1,074**	6 weeks
202122			190-272	See **	Included
LOTAD3R4	Lotus Notes R4: Application Development (AD3)	6	190-273	2,670**	8 weeks
LOTDR5DF01	Lotus Domino R5: Designer Fundamentals	6	191-510	893	5 weeks
LOTDR5APAR	Lotus Domino R5: Application Architecture	4	191-512	703	3 weeks
LOTR5APSEC	Lotus Domino R5: Appl Security & Workflow	3	191-511	703	2 weeks
LOTSA1R4	Lotus Notes R4: System Administration I (SA1)	6	190-274	893*	Included
LOTSA2R4	Lotus Notes R4: System Administration I (SA2)	3	190-275	893*	8 weeks
LOTDR5IDI	Lotus Domino R5: Impl a Domino Infrastructure	6	191-521	893	5 weeks
LOTR5MDS&U	Lotus Domino R5: Maint Domino Servers/Users	7	191-510	893	5 weeks
LOTR5DDAP	Lotus Domino R5: Deploying Domino Appls	4	191-522	703	3 weeks
LOTDWD45	Domino 4.5 Web Dev & Admin (DWDA)	8	190-281	1,216	6 weeks
LOTTFD45	Administering Specialized Tasks for Domino 4.5	7	190-276	1,216	5 weeks
DOTTI D 13	Microsoft				
MICMCPIS01	Complete Microsoft MCP-IS Curriculum	48	Multiple	1,606	23 week
MICMCSD01	Complete Microsoft MCSD Curriculum	65	Multiple	3,135	Varies
MICMCSE01	Complete Microsoft MCSE NT 4.0 Curriculum	112	Multiple	1,891	40-46 wl
MICW2KMCSE	Microsoft Windows 2000 MCSE: Cert Curr	36	Multiple	2,137	Varies
MICW2KACC	Microsoft Windows 2000 MCSE: Accelerated Curr	22	Multiple	1,415	Varies
MICMCSEI01	Complete Microsoft MCSE NT 4.0+Internet Curr	113	Multiple	3,553	61-67 wl
MIC7006401	798: Impl and Support Windows 95	10	70-064	893	8 weeks
MIC7005940	688: TCP/IP on Windows NT 4.0	11	70-059	798	6 weeks
MIC7008740	936B: Microsoft IIS 4.0	11	70-087	798	6 weeks
MICIETEC40	MS Internet Explorer 4 Tech Courses	6		532	8 weeks
MIC7016550	780 & 872: Mastering Visual Basic 5.0 (both)	17	70-165	1,501	18 week

The above prices are for US only. *= must mentor as a combination at \$1,786. **\$2,670 includes AD1, AD2, & AD3. Pricing includes access to My SmartForce with full mentoring for the program(s) under license. Internet access required.

Personal Use Licenses - Technical/End User Mentoring Services - Classic

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Order Code	Category/Bundle Names	Titles	Exam#	Mentor Svcs \$	Mentoring Duration
Order Code	Microsoft (continued)				
MIC78950	789: MFC Development using Visual C++ 5.0	12	70-024	\$1,074	18 weeks
MICVBDESK6	1013: Microsoft Visual Basic 6.0 Desktop	11	70-176	960	9 weeks
MICVB6DIST	1298: Microsoft Visual Basic 6.0 Distributed	5	70-175	960	10 weeks
MICSOLARCH	491: Microsoft Solution Architectures	4	70-100	504	4 weeks
MIC7005801	578: Networking Essentials	15	70-058	561	6 weeks
MIC80440	803: Administering Windows NT 4.0	4		361	4 weeks
MIC70-073	803/922: Windows NT Workstation 4.0	10	70-073	893	10 weeks
MIC70-073	803/922: Windows NT Server 4.0	13	70-067	950	11 weeks
MICENTERPT	803/689: Windows NT Server 4.0 Enterprise	17	70-068	1,245	14 weeks
MIC7008155	869/973/1026: Microsoft Exchange Server 5.5	14	70-081	1,036	8 weeks
MIC7008133	836: MS Proxy Server 2.0	5	70-088	428	6 weeks
	1203A: IE 4.0 Tech Support (Admin Kit)	3	70-079	247	4 weeks
MICTO07940	1400: Microsoft IE 5 using IE Admin Kit	3	70-080	247	2 weeks
MICVISDE01	793B: Microsoft Visual InterDev	8		713	7 weeks
MICWIN98IS	955: Microsoft Windows 98 Impl & Support	14	70-098	1,245	10 weeks
	833: Microsoft SQL Server 7.0: DB Implementation	10	70-029	960	9 weeks
MICSQL70DI	832: Microsoft SQL Server 7.0: Sys Admin	13	70-028	960	11 weeks
MICSQL70SA	Microsoft SQL Server 7.0. Sys Admini Microsoft SQL Server 6.5 (mentoring services only)	0		661	12 weeks
MICSQL65	828: Microsoft Sys Mgmt Server 2.0	8	70-086	713	6 weeks
MICSYSMANS	1560: Updating fm NT 4.0 to Win2000	7	70-240	751	8 weeks
MICWIN2KUP	1561: Designing W2K Dir Svcs Infrastructure	3	70-219	532	2 weeks
MICW2KADD	1562: Designing W2K Network Infrastructure	5	70-221	675	4 weeks
MICDW2KNKI MICICAW2KS	2152: Install, Configure & Admin W2K	13	70-210, 215	751	9 weeks
To the same of payment and a second	The state of the s	4	70-216	532	3 weeks
MICIAW2KNI	2153: Impl&Admin Win2k Network Infrastructure	4	70-210	532	3 weeks
MICIAW2KDS	2154: Impl&Admin Win2k Dir Svcs Infrastructure	4	70-217	532	2 weeks
MICMNT4W2K	2010: Migrating fm NT 4.0 to Windows 2000	3	10-222	532	2 weeks
MICW2KCTEC	Windows 2000: Core Technologies	3	70-220	532	2 WCCKS
MICW2KSECD	Windows 2000 Security Design	4		532	5 weeks
MICMWD01	1009: Microsoft Web Development	6	70-055	332	3 WEEKS
	Novell	-	50 147	570	8 weeks
NOV501474X	200: Networking Technologies	4	50-147	646	8 weeks
NOV501634X	520: 4.11 Administration	10	50-613	646	6 weeks
NOV506134X	525: 4.11 Advanced Administration	7	50-614	646	6 weeks
NOV500614X	532: 4.11 Design and Implementation	6	50-601		6 weeks
NOV506274X	540: 4.11 Building Intranets with intraNetWare 4.11	4	50-627	646	
NOV501454X	605: TCP/IP Transport	3	50-145	646	8 weeks
NOV506264X	801: Service and Support	12	50-626	646	8 weeks

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Personal Use Licenses - Technical/End User Mentoring Services - Classic

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Order Code	Category/Bundle Names	Titles	Exam#	Mentor Svcs \$	Mentoring Duration
*****	Novell (Continued)				
NOV506174X	804: 4.11 Installation and Configuration	6	50-617	\$646	6 weeks
NOV5070401	654: Web Authoring and Publishing	4	50-704	646	4 weeks
NOV5070601	655: Advanced Web Authoring	4	50-706	646	5 weeks
NOV5071001	656: Web Server Management	5	50-710	646	5 weeks
NOV5062901	770: Novell BorderManager	6	50-629	646	6 weeks
NOV506395X	560: Novell NetWare 5 Administration	10	50-639	789	8 weeks
NOV506405X	570: Novell NetWare 5 Advanced Administration	9	50-640	789	8 weeks
NOVNW5S&S	580: Novell NewWare 5 Service and Support	7	50-635	789	5 weeks
NOVUPDAT5X	529: Novell NetWare 4.11 to 5 Update	7	50-638	675	6 weeks
NOVNETTE5X	565: Novell Networking Technologies	9	50-632	646	8 weeks
NOVN5NDSDI	575: Novell NetWare 5 NDS Design & Implement.	5	50-634	751	4 weeks
NOVN5IN&NT	555: Novell NetWare 5 Integrating NW and NT	5	50-644	751	4 weeks
NOVCNE4X	Novell intraNetWare 4.11 CNE Certification	52	Multiple	1,891	49 weeks
110 1 (112 111	Oracle				
ORAINTRO8	Oracle Introduction	9	1Z0-001	1,283	5 weeks
ORA8INETAD	Oracle8i Network Administration	4	1Z0-026	570	3 weeks
ORA8IDATAD	Oracle8i Architecture and Administration	9	1Z0-023	1,283	7 weeks
ORA8IPERTU	Oracle8i Performance and Tuning	6	1Z0-024	855	5 weeks
ORA8IBK&R	Oracle8i Backup and Recovery	6	1Z0-025	855	5 weeks
0111011111111	Other Technical Bundles				
CBTAPLUS01	A+ Certification (Technical Support)	14	Multiple	789	9 weeks
SMFA+CHTEX	A+ Core Hardware Technician	5	220-201	361	4 weeks
SMFA+OSTEX	A+ Operating Systems Technologies	12	220-202	504	8 weeks
??	C/C++ Curricula with ANSI	N/A		2,755	17 weeks
??	Data Warehousing	2		94	2 weeks
SMFINTTNETS	Internetworking Support/I-Net+	9	1K0-001		7 weeks
NETWORK+	Network+ Certification	25	NK-N10- 001	703	14 weeks
CBTPROJE01	Project Management	11	PMP	1,896	10 weeks

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Personal Use Licenses - Technical/End User Mentoring Services - Classic

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Order Code	Category/Bundle Names	Titles	Exam#	Mentor Svcs \$	Mentoring Duration
	Microsoft End User				17
MICOFFPP2K	Microsoft Office 2000: PowerPoint	2		\$76	2 weeks
MICO2KP2KA	Microsoft Office 2000: PowerPoint (Audio)	2		76	2 weeks
MICOFFFP2K	Microsoft Office 2000: FrontPage	2		76	2 weeks
MICO2KF2KA	Microsoft Office 2000: FrontPage (Audio)	2		76	2 weeks
MICOFFOL2K	Microsoft Office 2000: Outlook	2		76	2 weeks
MICO2KO2KA	Microsoft Office 2000: Outlook (Audio)	2		76	2 weeks
MICOFFWD2K	Microsoft Office 2000: Word 2000	4		143	3 weeks
MICO2KW2KA	Microsoft Office 2000: Word 2000 (Audio)	4		143	3 weeks
MICOFFAC2K	Microsoft Office 2000: Access 2000	3		105	2 weeks
MICO2KA2KA	Microsoft Office 2000: Access 2000 (Audio)	3		105	2 weeks
MICOFFEX2K	Microsoft Office 2000: Excel 2000	4		143	3 weeks
MICO2KE2KA	Microsoft Office 2000: Excel 2000 (Audio)	4		143	3 weeks
MICOFFPR2K	Microsoft Office 2000: Premium	20		570	14 weeks
MICOFF9701	Microsoft Office 97: PowerPAK for Office 97	16		285	10 weeks
MICOF97AUD	Microsoft Office 97: PowerPAK Ofc 97 (Audio)	15		285	10 weeks
MICWORD97	Microsoft Office 97: Word 97	4		143	4 weeks
MICEXCEL97	Microsoft Office 97: Excel 97	4		143	4 weeks
MICACCES97	Microsoft Office 97: Access 97	4		143	4 weeks
MO97F01	Microsoft Office 97: FrontPage 97	1		48	1 week
MO97001	Microsoft Office 97: Outlook 97	1		48	1 week
MO97P01	Microsoft Office 97: PowerPoint 97	1		48	1 week

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Personal Use Licenses - Business Skills - Classic

All pricing must be approved by Sales management prior to proposal presentation.

Prices shown are for perpetual personal use licenses.

Order Code	Category/Bundle Names	Titles	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
	Business Skills Bundles					
KWBUD&FINM	Budgeting and Financial Management	6	\$912	\$2,461	\$3,648	\$6,384
KWBUSACC01	Business Accounting	8	1,216	3,287	4,864	8,512
KWBUSFIN01	Business Finance	9	1,359	3,667	5,434	9,510
KWBUSFUN01	Business Fundamentals I	9	1,359	3,667	5,434	9,510
KWBUSFUN02	Business Fundamentals II	7	1,061	2,860	4,237	7,420
KWBUSGOV&S	Business, Government and Society	6	912	2,461	3,648	6,384
KWBUSL&C01	Business Law and Contracting	10	1,520	4,104	6,080	10,640
KWBSPRODPK	Business Skills Productivity Pack	7	1,061	2,860	4,237	7,420
KWDEVMARKS	Developing Marketing Strategy	9	1,359	3,667	5,434	9,510
KWF&AFUNSB	Finance/Accounting Fundamentals for Small Bus	4	608	1,644	2,432	4,256
KWFINNONFM	Finance for Non-Financial Managers	9	1,359	3,667	5,434	9,510
KWHUMREMAN	Human Resource Management	9	1,359	3,667	5,434	9,510
KWINFTECH	Information Technology	9	1,359	3,667	5,434	9,510
KWINTMICEC	Intermediate Microeconomics	8	1,216	3,287	4,864	8,512
KWBUS&PST	Interpersonal Skills	17	2,584	6,973	10,336	18,088
KWINTFINST	Interpreting Financial Statements	10	1,520	4,104	6,080	10,640
KWINV&FIN	Investing and Finance	6	912	2,461	3,648	6,384
KWLABREL01	Labor Relations	7	1,061	2,860	4,237	7,420
KWLEADBUSR	Leading for Business Results	7	1,061	2,860	4,237	7,420
KWMANGMT	Management	11	1,672	4,513	6,688	11,704
CBTMANMONE	Managing Your Money 101	4	608	1,644	2,432	4,256
KWMON&BANK	Money and Banking	4	608	1,644	2,432	4,256
KWOPERMAN	Operations Management	7	1,061	2,860	4,237	7,420
KWORGBEH01	Organizational Behavior	8	1,216	3,287	4,864	8,512
KWPL&MANBS	Planning and Managing Business Strategy	8	1,216	3,287	4,864	8,512
KWPRSOLUVB	Problem Solving Using Visual Basic	9	1,359	3,667	5,434	9,510
SMFPROJE01	Project Management	12	1,815	4,902	7,258	12,768
KWQUANTMAN	Quantitative Management	9	1,359	3,667	5,434	9,510
KWSTATS01	Statistics	8	1,216	3,287	4,864	8,512
KWBUSOFSEL	The Business of Selling	9	1,359	3,667	5,434	9,510

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Order Code	Learning Path Name	Mod- ules	Exam	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
	Information Technology Library						
	Administering Microsoft Internet Information Services 5.0	2		\$428	\$1,159	\$1,710	\$2,993
	Building Cisco Remote Access Networks (BCRAN)	6		1,292	3,487	5,168	9,044
	Cisco Internetwork Troubleshooting (CIT)			- 1000100100			
	CompTIA A+: Core Hardware	3	200-201	428	1,159	1,710	2,993
	CompTIA A+: Operating System Technologies	1	200-202	228	618	912	1,596
	CompTIA Server+						
	Deploying and Administering Microsoft Internet Security and Acceleration Server (ISA)	4		827	2,233	3,306	5,786
	Implementing and Administering Microsoft Exchange 2000 Server	3		694	1,872	2,774	4,855
	Implementing Microsoft Cluster Service on Windows 2000 Advanced Server	3		580	1,568	2,318	4,057
	Interconnecting Cisco Network Devices (ICND)	7		1,378	3,724	5,510	9,643
	Introducing Microsoft Exchange 2000 Server	2		266	722	1,064	1,862
	Java 2	5		855	2,309	3,420	5,985
	Linux: Basic System Administration	3		722	1,948	2,888	5,054
	Microsoft BizTalk Server 2000	1		238	646	950	1,663
	Microsoft Office XP: Advanced Access 2002	2		57	152	228	399
	Microsoft Office XP: Advanced Excel 2002	2		57	152	228	399
	Microsoft Office XP: Advanced FrontPage 2002	2		57	152	228	399
	Microsoft Office XP: Advanced Word 2002	3		86	228	342	599
	Microsoft Office XP: Advanced Outlook 2002	1		29	76	114	200
	Microsoft Office XP: Beginning Access 2002	2		57	152	228	399
	Microsoft Office XP: Beginning Excel 2002	2		57	152	228	399
	Microsoft Office XP: Beginning FrontPage 2002	2		57	152	228	399
	Microsoft Office XP: Beginning Outlook 2002	1		29	76	114	200
	Microsoft Office XP: Beginning Word 2002	2		57	152	228	399
	Microsoft Office XP: Common Features Across Office Applications	1		29	76	114	200
	Microsoft Office XP: New Features for Advanced Users	1		29	76	114	200
	Microsoft Office XP: New Features for End Users	1		29	76	114	200
	Microsoft Office XP: New Office-Wide Features	1		29	76	114	200
	Microsoft Small Business Server 2000 Solutions	1		171	466	684	1,197
	Microsoft Small Business Server 2000: Advanced Features	2		399	1,074	1,596	2,793
	Microsoft SQL Server 2000 Database Administration I	2		181	485	722	1,264

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0.1.6.1.	Learning Path Name	Mod- ules	Exam	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
Order Code		4	LIMITE	361	979	1,444	2,527
	Microsoft SQL Server 2000 Database	4		301	:2.12	2,500	2,027
	Administration II	6		456	1,235	1,824	3,192
	Microsoft SQL Server 2000 Database	0		430	1,200	1,02	2,252
	Administration III	11		1,036	2,793	4,142	7,249
	Microsoft SQL Server 2000 Database	11		1,000	2,725	1,1 12	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,
	Implementation	I		219	589	874	1,530
	Microsoft .NET for Developers Microsoft .NET for IT Professionals	1		238	646	950	1,663
	TO THE SECOND CONTRACTOR OF THE SECOND CONTRAC	2		380	1,026	1,520	2,660
	Rational Rose 2001	6		608	1,644	2,432	4,256
	Wireless Technologies	0		000	1,077	2,102	1,200
	Home User	1		29	76	114	200
	Adobe Acrobat 5.0: Getting Started	1		29	76	114	200
	Adobe Acrobat 5.0: Up and Running	1		29	76	114	200
	Adobe Illustrator 9.0: Getting Started	1	7	29	76	114	200
	Adobe Illustrator 9.0: Up and Running	1		29	76	114	200
	Adobe ImageReady 3	2		57	152	228	399
	Adobe Photoshop 6.0	2		57	152	228	399
	Intuit QuickBooks 2001			29	76	114	200
	Jasc Paint Shop Pro 7: Getting Started	1		29	76	114	200
	Jasc Paint Shop Pro 7: Up and Running	1		29	76	114	200
	Macromedia DreamWeaver 4: Getting Started	1		29	76	114	200
	Macromedia DreamWeaver 4: Up and Running	1		29	76	114	200
	Macromedia Fireworks 4: Getting Started	1			76	114	200
	Macromedia Fireworks 4: Up and Running	1		29	76	114	200
	Macromedia Flash 5: Getting Started	1		29	76	114	200
	Macromedia Flash 5: Up and Running	1		29		12.241.32	200
	Macromedia Flash 5: Advanced	1.		29	76	114	200
	Macromedia Flash 5: Fundamentals	1		29	76 76	114	200
	Macromedia FreeHand 10: Getting Started	1		29	76	114	200
	Macromedia FreeHand 10: Moving On	1		29	20020	114	200
	Macromedia FreeHand 10: Up and Running	1		29	76	A 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1 1	200
	Microsoft Internet Explorer 5.5: Getting Started	1		29	76	114	
	Microsoft Money 2001	1		29	76	114	200
	Microsoft Visio 2000: Getting Started	1		29	76	114	200
	Microsoft Visio 2000: Up and Running	1		29	76	114	200
	Microsoft Works 6.0: Introducing Works	1		29	76	114	200
	Netscape 6: Getting Started	1		29	76	114	200
	Quicken 2001	1		29	76	114	200

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Order Code	Learning Path Name	Mod- ules	Exam	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
	E-business Library						
	Ariba Buyer v7 for End-users	3		86	228	342	599
	Ariba Dynamic Trade Administration	3		219	589	874	1,530
	Ariba Sourcing for the Supplier	1		57	152	228	399
	Ariba Supplier Enablement	5		200	542	798	1,397
	BroadVision: Introduction to BroadVision	1		171	466	684	1,197
	BroadVision: Site Management Tools	1		295	798	1,178	2,062
	BroadVision: The Implementation Guide	1		257	694	1,026	1,796
	Building an E-business	5		618	1,672	2,470	4,323
	CRM for E-business	4		713	1,929	2,850	4,988
	Editing and Organizing Requisitions using Ariba Buyer v7	3		48	133	190	333
	Enabling Approvers and Denying Requisitions in Ariba Buyer v7	2		38	105	152	266
	Internet Concepts	2		504	1,359	2,014	3,525
	Networking and Internetworking	2		523	1,416	2,090	3,658
	Receiving Items and Reporting in Ariba Buyer v7	2		48	133	190	333
	The E-business Revolution	4		570	1,539	2,280	3,990
	The Value Chain in an E-world	3		437	1,178	1,748	3,059
	Using Catalogs in Ariba Buyer v7	3		38	105	152	266
	Web Site Design – Principles	3		504	1,359	2,014	3,525
	Web Site Design - Tools	2		485	1,311	1,938	3,392
	Working with HTML	1		266	722	1,064	1,862
	Business Skills Library						
	Closed-End Funds	1		95	257	380	665
	Commercial Auto Insurance	1		95	257	380	665
	Commercial General Liability Insurance	1		95	257	380	665
	Commercial Loans	1		95	257	380	665
	Commercial Property Insurance	1		95	257	380	665
	Credit Cards	1		95	257	380	665
	Credit Derivatives	1		95	257	380	665
	CRM: The Customer-centric Solution	1		171	466	684	1,197
	CRM: The Castonial Centre Service	3		380	1,026	1,520	2,660
	CRM: The Marketing Perspective	3		380	1,026	1,520	2,660
	CRM: The Vidaketing Ferspective	3		409	1,102	1,634	2,860
	CRM: The Service Perspective	2		437	1,178	1,748	3,059
	Deposit Accounts	1		95	257	380	665
	Fundamentals for Business Math	1		86	228	342	599
	Homeowners' Insurance	1		95	257	380	665
	Introduction to Finance	1		76	209	304	532

The above prices are for US only.

All pricing must be approved by Sales management prior to proposal presentation. **Prices shown are for perpetual personal use licenses.**

Order Code	Learning Path Name	Mod- ules	Exam	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
Order Code	Leasing	1		95	257	380	665
	Loans	1		95	257	380	665
	Money Market Funds	1		95	257	380	665
	Open-end Funds	1		95	257	380	665
	Personal Auto Insurance	1		95	257	380	665
	Project Communications Management	1					
	Project Cost Management	1					
	Project Human Resource Management	1		200	542	798	1,397
	Project Integration Management	1		181	485	722	1,264
	Project Management Fundamentals	I		190	513	760	1,330
	Project Procurement Management Project Procurement Management	1			35.05.00		
	Project Quality Management	1					
	Project Quanty Management Project Risk Management	1					
	Project Kisk Management Project Scope Management	1					
	Project Scope Management Project Time Management	i					
	Real Estate Loans	1		95	257	380	665
		1		95	257	380	665
	Reinsurance	1		95	257	380	665
	Workers' Compensation/Employers' Liability Insurance	1					
	Interpersonal Skills Library				205	410	720
	A Problem-Free Approach to Problem-Solving	1.		105	285	418	732
	But I Don't Have Customers	_ 1		29	76	114	200
	Coaching in the Workplace	1		124	333	494	865
	Conflict Management	1		48	133	190	333
	Continuous Improvement in the Workplace	1		57	152	228	399
	Customer Service Excellence	1					1.105
	Dealing with Conflict	1		171	466	684	1,197
	Dealing with Difficult Workplace Behavior	1		67	181	266	466
	Dealing with Diversity	2				2000.0	
	Defusing Workplace Violence	1		76	209	304	532
	Delegating for Results	1		181	485	722	1,264
	Developing Effective Supervisory Skills	1		124	333	494	865
	Diversity: The Real Deal	2					
	Effective Delegation for Leaders and Managers	1		76	209	304	532
	Effective On-the-Job Training	1		86	228	342	599
	Effective Project Management	1		105	285	418	732
	Empowerment in the Workplace	1		67	181	266	466
	Ethics in the Workplace	1		86	228	342	599
	Everyone Sells	1		152	409	608	1,064
	Exceeding Your Customers' Expectations	1		181	485	722	1,264

The above prices are for US only.

All pricing must be approved by Sales management prior to proposal presentation. **Prices shown are for perpetual personal use licenses.**

Order Code	Learning Path Name	Mod- ules	Exam	1 User \$	2 or 3 User \$	4 or 5 User \$	6 to 10 User \$
Order Code	Getting Your Message Across	1		124	333	494	865
	Human Touch Performance Appraisals	1		57	152	228	399
	Influencing Others Positively	1		190	513	760	1,330
	Interviewing: More Than a Gut Feeling	2		67	181	266	466
	Investing Time for Maximum Return	1		105	285	418	732
	Job Strategies for New Employees	1		57	152	228	399
	Leading a Team	1		200	542	798	1,397
		1		57	152	228	399
	Leading Effective Teams Legal Issues in Management	1		86	228	342	599
		1		190	513	760	1,330
	Listening Successfully	2		57	152	228	399
	Making Change Work For You	1		143	390	570	998
	Making Effective Decisions	1		200	542	798	1,397
	Making Meetings Happen	1		181	485	722	1,264
	Making Your Time Count	1		409	1,102	1,634	2,860
	Manager's Mindset			76	209	304	532
	Meeting Management for Leaders and Participants	1		86	228	342	599
	Mentoring for Success	1		55,1601	361	532	931
	Negotiating for a Positive Outcome	1		133	285	418	732
	Participating in Project Teams	1		105		342	599
	Performance Management	1		86	228	342	599
	Personal Workplace Issues	1		86	228		-
	Stopping Sexual Harassment: Guidelines for Employees	1		48	133	190	333
	Stopping Sexual Harassment: Guidelines for Supervisors	1		76	209	304	532
	Supervising Difficult Employees	2		95	257	380	665
	Taking in Information Effectively	1		124	333	494	865
	Ten Tools for Quality	1		124	333	494	865
	Thinking Creatively	1		171	466	684	1,19
	Turning Problems Into Opportunities	1		133	361	532	931
	You Be the Judge	1		48	133	190	333

The above prices are for US only.

SmartForce Page 56 of 55 State and Local Government Price List Effective 10/1/01 through 12/31/01

CommTell II

The following pricing applies to the special mutlimedia program CommTel II, formerly CommQuest, a mixed media program dealing with communications technologies. Use of this program requires the customer to purchase a student kit for every student using the program. Student kits may not be reused. Customization is commonly requested. Contact Professional Services Group for assistance.

Program:

12-month license for two copies of the complete package \$5,130

\$475 per copy Additional CD Programs "In Search of Opportunities"

Student Kit (contains all CBT, videotapes, audio tapes, and printed material - one per student required):

Quantity	Price per Kit
1 – 49	\$513
50 - 99	409
100 - 999	309
1,000 - 4,999	257
5,000 or more	204

National Account Aggregate Volume Credit Guide

The following guidelines are hereby published for approved National Account solicitations:

- Must be approved in advance by MLE Director must establish a solicitation period. 1.
- All sites buy individually per regular pricing 2.
- At end of solicitation period, the credits below will be applied based on total annual agreement dollars 3. committed to.

Dollars Committed	Additional Product Value	Cash Credit
\$250k to 500k	15%	10%
\$500k to 1,000k over \$1,000k		20%

The maximum discount applicable to a National Account solicitation is the maximum discount normally applied to the agreement as if the total dollar amount had been agreed to at one time.

These guidelines may be revised at any time by MLE Director. No additional discounts may be granted without being published in official price list.

SmartForce Page 57 of 55 State and Local Government Price List Effective 10/1/01 through 12/31/01

Duplication Price Guide

Subject to change as necessary to reflect current costs

Standard Product Costs

Additional full standalone (3.5" diskette) program copies (see note #2):

\$35 per title

Tarragon programs:

Customer can copy CD-ROMS and workbooks themselves if they wish.

Extra CD-ROMS

\$15 each

Extra copies of a complete binder/workbook per program

\$60 each

Custom CD-ROM Replication Costs (15 business day turnaround)

Quantity (each unique custom CD)	Cost
1 to 39	\$35 per CD
40 to 199	See note #1 below
200 to 299	
300 to 499	\$20 per CD
500 to 999	\$18 per CD
1,000 to 2,999	\$16 per CD
3,000 to 9,999	\$14 per CD
10,000 to 49,999	\$12 per CD
larger quantities	request quote

Definitions:

Custom CD - to write currently available SmartForce programs onto a blank "write-once" CD and replicate (if necessary) this CD to suit. This can include modification of the setup.exe to avoid need for license diskette.
 Example: an order for 85 titles which will reside on 3 CDs to make a set and the customer desires 250 sets -- the total cost for 250 sets would be \$18,750 (250 x \$25 x 3 unique CDs).

Notes:

- For orders with quantities of 40 to 199 there is no additional cost break. We must pay for duplicating a minimum of 200 CDs. Please use the appropriate cost level.
- 2. This is a fixed cost, thus there are no volume discounts available. Variation in the number of diskettes for different programs will not affect this cost (ex. program A with 3 diskettes vs. program B with 21 diskettes, both will cost \$35/per copy). The copies include all standard documentation and packaging as a part of the particular program.



SmartForce Pricing Verification Worksheet

Pricing submitted for the Commonwealth of Virginia IFB #2001-022

Professional Development Market Basket Courses

\$118.75 Single user deliver on CD-ROM:

Please refer to Index Price Document: SMTF Pricing SLG 1001 COV.doc

Page 35 - Personal Use Licenses - Library

Technical Classic Titles other than SAP -- Cost per title: \$118.75

2 to 25 Users deliver LAN Based: \$1,190.00

Please refer to Index Price Document: SMTF Pricing SLG 1001 COV.doc

Page 10 - Enterprise CBT Pricing for Small Audiences

Tier used: Audience size 21 -30 in order to accommodate highest audience criteria of 25 Users

Up to 4 Units (titles): \$1,190 each

Please note this price is actually for 21-30 Users. If only 2 Users needed a single course, LAN Based, the 1-10 User tier would be used with a price of \$752 per title.

Page 33 - Administrative Software

PCM: LAN deployment, offered at no additional charge to Enterprise customers

3. 100 user deliver WEB Based: \$1,859.15

Please refer to Index Price Document: SMTF Pricing SLG 1001 COV.doc

Page 19 - CBT Content Enterprise Pricing

Audience 51-100, 1-4 Units pricing: \$1,805 each

Page 33 - Administrative software

WEB based deployment: Web 4.7: 3% of Agreement amount annually --- calculated 3% of 1,805 = \$54.15

Total price: \$1,805 + \$54.15 = \$1,859.15

Desktop Applications/End User Computing Market Basket Courses

Single user deliver on CD-ROM:

Please refer to Index Price Document: SMTF Pricing SLG 1001 COV.doc

Page 35 - Personal Use Licenses - Library

End User Classic Titles other than SAP -- Cost per title: \$28.50

2. 2 to 10 Users deliver LAN Based: \$752.00

Please refer to Index Price Document: SMTF Pricing SLG 1001 COV.doc

Page 10 - Enterprise CBT Pricing for Small Audiences

Tier used: Audience size 1-10 Up to 4 Units (titles): \$752 each Page 33 - Administrative Software

PCM: LAN deployment, offered at no additional charge to Enterprise customers

3. 11 to 25 Users deliver WEB Based: \$1225.70

Please refer to Index Price Document: SMTF Pricing SLG 1001 COV.doc

Page 10 - Enterprise CBT Pricing for Small Audiences

Tier used: Audience size 21 -30 in order to accommodate highest audience criteria of 25 Users

Up to 4 Units (titles): \$1,190 each

Please note this price is actually for 21-30 Users. If only 11 Users needed a single course, LAN Based, the 11-15 User tier would be used with a price of \$941 per title.

Page 33 - Administrative software

WEB based deployment: Web 4.7, 3% of Agreement amount annually --- calculated 3% of \$1,190 = \$35.70

Total price: \$1,190 + \$35.70 = \$1,225.70

Tackley, John

From:

Cathy_Dewsbury@SmartForce.com Monday, December 03, 2001 5:51 PM

Sent:

itackley@dit.state.va.us

Cc:

Fred_Arrieta@SmartForce.com; james_moran@SmartForce.com

Subject:

SmartForce Index Price Document

John,

Per our discussions last week, please use this email as authorization to remove the current footer stating "SmartForce CONFIDENTIAL - Restricted Use - NOT for Distribution" from our submitted Index Price Document: SMTF Pricing SLG 1001 COV.doc

I apologize for this oversight.

Please let me know if you have any additional questions. Look forward to hearing from you soon!

Cathy Dewsbury Regional Account Manager, SmartForce

804-378-1130 (Office) 804-334-6866 (Cell) cathy dewsbury@smartforce.com

"Learning Solutions for the Human Enterprise" Visit us at http://www.smartforce.com

AWARD TO

Listing of Contract Products

(Block 9: Contractor)

(Block 11: Accepted as to Item Numbers)

SmartForce

SmartForce State and Local Government Authorized Price List (dated 10/1/01)

Pricing/Discount (and Index Price Document)

(Block 12: Amount: Per Order)

COV price is 0% off the SmartForce State and Local Government Authorized Price List (dated 10/1/01) - Application 1/8/02 NOTE: Footer may be disregarded, per 12/3/01 correspondence



COMMONWEALTH of VIRGINIA

Scott D. Fairholm Agency Director Department of Information Technology
Acquisition Services Division
110 S. 7th Street
Richmond, Va. 23219

TDD VOICE-- TEL NO 804/371-8076

January 10, 2002

Ms. Cathy D. Dewsbury SmartForce 900 Chesapeake Drive Redwood City CA 94063

RE: IFB# 2001-022, Contract VA-020110-SMRT(Contract)

Dear Ms. Dewsbury:

Please accept this letter as your official notice of award for the above referenced procurement. A copy of the fully executed contract is enclosed with this notice. Please reference the contract number shown above in all future correspondence/invoices concerning this agreement.

Correspondence concerning acceptance of the products and services should be addressed to the attention of the individual identified, as shown in block #7, Page 1, of DIT Form 62 / the contract. The DIT point of contact for this procurement is Mr. John Tackley, and the DIT point of contact for the resulting contract is Staff.

Sincerely,

Jeff Davis

Contracts Manager

Enclosure cc: File